

Datamatics Global Services Limited

Regd. Office :
Knowledge Centre, Plot No. 58, Street No.17, MIDC,
Andheri (East), Mumbai - 400 093. INDIA
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CIN : L72200MH1987PLC045205
www.datamatics.com



HAND DELIVERY

February 12, 2015

To,

Corporate Communication Department
The Bombay Stock Exchange Limited
Phiroze Jeejeebhoy 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 unaudited financial results, standalone and consolidated, for the third quarter and nine months ended on December 31, 2014;

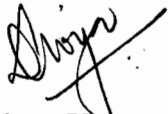
We are enclosing herewith a statement of unaudited financial results for the third quarter and nine months ended December 31, 2014 pursuant to the provisions of clause 41 of the Listing Agreement, along with the Limited Review Report.

- 2) The Board has approved the Scheme of Amalgamation between Datamatics Software Services Limited and Datamatics Vista Info Systems Limited with and into Datamatics Global Services Limited and their respective shareholders, subject to approval of regulatory authorities as required and the Hon'ble High Court of Judicature, Bombay
- 3) The Board has deferred the proposal of sub-division of Equity Shares of the Company.

Kindly take the above on your record.

Thanking you.

For Datamatics Global Services Limited


\$Divya Kumart

Corporate Head - Legal & Company Secretary



Encl.: - As above

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Website : www.datamatics.com

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2014

(Rupees in millions)

		STAND ALONE						CONSOLIDATED					
		Quarter Ended			Nine Months Ended		Previous year ended	Quarter Ended			Nine Months Ended		Previous year ended
		31.12.14	30.09.14	31.12.13	31.12.14	31.12.13	31.03.14	31.12.14	30.09.14	31.12.13	31.12.14	31.12.13	31.03.14
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1	Income from Operations												
	(a) Net Sales / Income from Operations	502.56	474.80	540.31	1,432.36	1,585.79	2,039.25	2,134.01	2,123.67	2,028.39	6,300.20	5,196.67	7,338.06
	(b) Other Operating Income	-	-	-	-	-	-	-	-	-	-	-	-
	Total income from operations (net)	502.56	474.80	540.31	1,432.36	1,585.79	2,039.25	2,134.01	2,123.67	2,028.39	6,300.20	5,196.67	7,338.06
2	Expenses												
	a) Employees benefits expense	256.75	257.77	295.07	757.80	863.97	1,103.26	1,179.57	1,132.96	1,025.62	3,349.67	2,580.14	3,635.72
	b) Services rendered by Business Consultants and Others	29.19	37.55	26.18	106.33	63.63	109.85	389.07	397.59	428.07	1,207.82	1,070.95	1,528.35
	c) Depreciation and amortisation expense	19.99	19.97	17.14	60.73	49.57	65.30	57.04	53.75	48.51	164.98	105.41	160.64
	d) Other Expenses (Net)	103.27	92.66	115.41	289.71	328.37	444.71	351.71	336.71	332.81	1,013.69	897.14	1,268.69
	Total expenses	409.20	407.95	453.80	1,214.57	1,305.54	1,723.12	1,977.39	1,921.01	1,835.01	5,736.16	4,653.64	6,593.40
3	Profit from Operations before Other Income, Finance Costs & Exceptional Items (1-2)	93.36	66.85	86.51	217.79	280.25	316.13	156.62	202.66	193.38	564.04	543.03	744.66
4	Other Income (Net)	5.62	45.44	32.27	70.20	67.96	184.49	18.90	20.63	25.16	71.99	76.00	73.28
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	98.98	112.29	118.78	287.99	348.21	500.62	175.52	223.29	218.54	636.03	619.03	817.94
6	Finance costs	15.87	25.95	17.68	47.65	35.16	16.30	18.98	30.51	25.72	60.25	50.21	39.84
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	83.11	86.34	101.10	240.34	313.05	484.32	156.54	192.78	192.82	575.78	568.82	778.10
8	Exceptional Items	-	-	-	-	-	-	-	-	-	-	2.32	2.32
9	Profit from Ordinary Activities before tax (7-8)	83.11	86.34	101.10	240.34	313.05	484.32	156.54	192.78	192.82	575.78	566.50	775.78
10	Tax Expense (including deferred tax and MAT Credit)	7.71	10.88	6.12	33.57	47.32	70.43	30.62	43.17	37.80	119.15	116.77	193.72
11	Net Profit (+) / Loss (-) from Ordinary Activities after tax (9-10)	75.40	75.46	94.98	206.77	265.73	413.89	125.92	149.61	155.02	456.63	449.73	582.06
12	Extraordinary Item (net of tax expense)	-	-	-	-	-	-	-	-	-	-	-	-
13	Net Profit (+) / Loss (-) for the period (11-12)	75.40	75.46	94.98	206.77	265.73	413.89	125.92	149.61	155.02	456.63	449.73	582.06
14	Minority Interest	-	-	-	-	-	-	8.13	27.42	13.20	74.97	64.19	95.10
15	Net Profit/Loss after taxes, minority interest	75.40	75.46	94.98	206.77	265.73	413.89	117.79	122.19	141.82	381.66	385.54	486.96
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	294.75	294.75
17	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						3,616.11						3,067.26
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	1.28	1.28	1.61	3.51	4.51	7.02	2.00	2.07	2.41	6.47	6.54	8.26
	- Diluted	1.28	1.28	1.61	3.51	4.51	7.02	1.93	2.00	2.33	6.20	6.33	8.12
	(b) After Extraordinary items for the period, for the year to date and for the previous year (not to be annualized)												
	- Basic	1.28	1.28	1.61	3.51	4.51	7.02	2.00	2.07	2.41	6.47	6.54	8.26
	- Diluted	1.28	1.28	1.61	3.51	4.51	7.02	1.93	2.00	2.33	6.20	6.33	8.12



		STAND ALONE						CONSOLIDATED					
		Quarter Ended			Nine Months Ended		Previous year ended	Quarter Ended			Nine Months Ended		Previous year ended
		31.12.14	30.09.14	31.12.13	31.12.14	31.12.13	31.03.14	31.12.14	30.09.14	31.12.13	31.12.14	31.12.13	31.03.14
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	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	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%	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	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%	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%	72.75%	72.75%
	B INVESTOR COMPLAINTS												
	Pending at the beginning of the quarter	Quarter ended 31/12/2014											
	Received during the quarter	0											
	Disposed of during the quarter	18											
	Remaining unresolved at the end of the quarter	18											
		0											



NOTES:

- 1 The above results were reviewed by the Audit Committee and approved by the Board of Directors at their Meeting held on February 12, 2015.
- 2 The Company operates in a single primary business segment.
- 3 The Company has an investment of ₹ 995.98 million in five of its wholly owned subsidiaries and has also extended loans and advances of ₹ 203.57 million to these subsidiaries as on December 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.
- 4 The Company has revised depreciation rates on tangible fixed assets w.e.f. April 1, 2014 as per the useful life specified in the Schedule II of the Companies Act, 2013 or as re-assessed by the Company. As prescribed in said Schedule II, an amount of Rs 18.13 million (net of deferred tax) on Standalone basis and an amount of Rs 21.94 million (net of deferred tax) on Consolidated basis has been charged to the Opening balance of retained earnings for the assets in respect of which the remaining useful life is NIL as on April 1, 2014 and in respect of other assets on that date, depreciation has been calculated based on the remaining useful life of those assets. Had the Company continued with the previously applicable Schedule XIV rates, charge for the depreciation for the current quarter would have been lower and the Standalone net profit would have been higher by Rs 6.24 million and the Consolidated net profit would have been higher by Rs 9.54 million and for the nine months ended December 31, 2014 the Standalone net profit would have been higher by Rs 19.26 million and the Consolidated net profit would have been higher by Rs 33.36 million.
- 5 The Company had acquired controlling interest in Lexicon Publishing Services Private Limited (now known as Lumina Datamatics Limited ("LD")) on September 5, 2013. The Consolidated financial results for the quarter and nine months ended December 31, 2014 are not comparable with the corresponding previous quarter and nine months ended December 31, 2013, as it includes 100% income and expenses of LD from April 1, 2014 to December 31, 2014.
- 6 The Statutory Auditors have conducted limited review of the standalone results of the Company for the Quarter and Nine months ended December 31, 2014 as required by Clause 41 of the listing agreement.

Place : Mumbai
Date : February 12, 2015



A handwritten signature in blue ink, appearing to read "Rahul L. Kanodia".

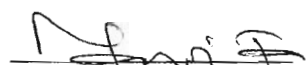
Rahul L. Kanodia
Vice Chairman & CEO

Limited Review Report

To
The Board of Directors
Datamatics Global Services Limited

1. We have reviewed the accompanying statement of standalone unaudited financial results ("the Statement") of **DATAMATICS GLOBAL SERVICES LIMITED** ("the Company") for the quarter and nine months ended December 31st, 2014 except for the disclosures regarding 'Public Shareholding', 'Promoters and Promoters Group Shareholding' and investor complaints 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 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 Engagement (SRE) 2410, "Engagements to Review Financial Information performed by 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 provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. The Company has an investment of Rs.995.98 million in five of its wholly owned subsidiaries and also extended loans and advances of Rs. 203.57 million to these subsidiaries as on December 31st, 2014. The net worth of these subsidiaries have declined. We are given to understand that, these investments are for long term and of strategic nature and management is confident of turning around the subsidiaries in the near future. In view of this, we are unable to comment on whether provision if any, for the diminution in the value of investments is required to be made.
4. Based on our review conducted and subject to para 3, 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 notified pursuant to the Companies (Accounting Standard) Rules, 2006 read with General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affairs in respect of section 133 of Companies Act, 2013 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 KanuDoshi Associates
Chartered Accountants
Firm Registration No: 104746W


Manoj Kumar Pati
Partner
Membership No.: 504536
Place : Mumbai
Date: 12th February, 2015

