

January 21, 2013

DGM – Corporate Relations
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

The Listing Department
National Stock Exchange
Exchange Plaza
Plot No. C-1, Block G
Bandra – Kurla Complex
Bandra (East)
Mumbai – 400 051

The Executive Director
Delhi Stock Exchange Association Ltd.
DSE House
3/1, Asaf Ali Road
New Delhi – 110 002

Dear Sir,

**Audited Financial Results for the quarter and nine months ended
31st December 2012**

Please find enclosed the audited financial results of the Company in the prescribed format for the quarter and nine months ended 31st December 2012, which was approved by the Board of Directors of the Company at their Meeting held today.

The Auditors Report for the said financial statement is also being sent herewith.

You are requested to please take the same on record and confirm.

Yours faithfully
For Tata Elxsi Limited


G. Vaidyanathan
Company Secretary

Encl: a/a

engineering creativity

TATA ELXSI

Tata Elxsi Limited

Registered Office ITPB Road Whitefield Bangalore 560 048 India

Tel +91 80 2297 9123 Fax +91 80 2841 1474

www.tataelxsi.com

TATA ELXSI LIMITED

Regd. Office: ITPB Road, Whitefield, Bangalore - 560 048

STATEMENT OF CONSOLIDATED AUDITED RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER, 2012

(Rs. in lakhs)

PART I		01 Oct 2012 to 31 Dec 2012	01 Jul 2012 to 30 Sep 2012	01 Oct 2011 to 31 Dec 2011	01 Apr 2012 to 31 Dec 2012	01 Apr 2011 to 31 Dec 2011	01 Apr 2011 to 31 Mar 2012
Particulars							
1	Income from operations						
(a)	Net sales/income from operations	15,667.77	15,536.49	13,788.54	45,823.95	39,320.82	53,870.74
(b)	Other operating income	-	-	-	-	-	-
	Total income from operations (net)	15,667.77	15,536.49	13,788.54	45,823.95	39,320.82	53,870.74
2	Expenses						
(a)	Purchases	1,405.27	1,692.45	1,578.92	4,568.55	5,410.07	7,093.92
(b)	Changes in inventories of stock-in-trade	(63.16)	(0.63)	30.18	(62.59)	54.14	54.98
(c)	Employee benefits expense	8,979.90	8,504.09	7,443.58	26,126.02	20,318.03	27,807.29
(d)	Depreciation and amortisation expense	615.07	621.43	508.39	1,784.32	1,526.69	2,051.92
(e)	Other expenses	3,697.56	3,312.32	2,774.51	10,201.36	8,385.65	11,514.42
	Total expenses	14,634.64	14,129.66	12,335.58	42,617.66	35,694.58	48,522.53
3	Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - 2)	1,033.13	1,406.83	1,452.96	3,206.29	3,626.24	5,348.21
4	Other Income	355.93	(169.74)	339.25	744.62	646.43	420.50
5	Profit / (Loss) from ordinary activities before finance costs & exceptional items (3 + 4)	1,389.06	1,237.09	1,792.21	3,950.91	4,272.67	5,768.71
6	Finance costs	125.03	97.41	46.72	293.68	150.35	232.63
7	Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	1,264.03	1,139.68	1,745.49	3,657.23	4,122.32	5,536.08
8	Exceptional items (Refer Note No.3)	-	(851.12)	-	(1,589.57)	-	-
9	Profit / (Loss) from Ordinary Activities before tax (7 + 8)	1,264.03	288.56	1,745.49	2,067.66	4,122.32	5,536.08
10	Tax expense	389.24	107.35	540.53	643.82	1,310.02	1,665.58
11	Net Profit / (Loss) from ordinary activities after tax (9 - 10)	874.79	181.21	1,204.96	1,423.84	2,812.30	3,870.50
12	Share of loss from associate Company (Refer Note No.2)	-	-	179.61	106.55	179.61	411.75
13	Net Profit / (Loss) for the period / year (11 - 12)	874.79	181.21	1,025.35	1,317.29	2,632.69	3,458.75
14	Paid-up equity share capital (equity shares of Rs.10/- each)	3,113.82	3,113.82	3,113.82	3,113.82	3,113.82	3,113.82
15	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	16,084.14
16	Earnings per share (not annualised)						
	- Basic/diluted EPS before extraordinary items	2.81	0.58	3.29	4.23	8.45	11.11
	- Basic/diluted EPS after extraordinary items	2.81	0.58	3.29	4.23	8.45	11.11

SELECT INFORMATION FOR THE QUARTER ENDED 31 DECEMBER, 2012

PART II

Particulars		01 Oct 2012 to 31 Dec 2012	01 Jul 2012 to 30 Sep 2012	01 Oct 2011 to 31 Dec 2011	01 Apr 2012 to 31 Dec 2012	01 Apr 2011 to 31 Dec 2011	01 Apr 2011 to 31 Mar 2012
A PARTICULARS OF SHAREHOLDING							
1	Public shareholding						
	- Number of Shares	17,090,588	17,090,588	17,090,588	17,090,588	17,090,588	17,090,588
	- Percentage of shareholding	55%	55%	55%	55%	55%	55%
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	14,047,632	14,047,632	14,047,632	14,047,632	14,047,632	14,047,632
	- Percentage of shares (as a % of the total shareholding of Promoter and Promoter Group)	100	100	100	100	100	100
	- Percentage of shares (as a % of the total share capital of the Company)	45%	45%	45%	45%	45%	45%

Particulars		3 months ended 31 Dec 2012
B INVESTOR COMPLAINTS		
Pending at the beginning of the quarter		2
Received during the quarter		2
Disposed of during the quarter		3
Remaining unresolved at the end of the quarter		1

TATA ELXSI LIMITED

Regd. Office: ITPB Road, Whitefield, Bangalore - 560 048

STATEMENT OF CONSOLIDATED AUDITED RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER, 2012

SEGMENT RESULTS

(Rs. in lakhs)

Particulars	01 Oct 2012 to 31 Dec 2012	01 Jul 2012 to 30 Sep 2012	01 Oct 2011 to 31 Dec 2011	01 Apr 2012 to 31 Dec 2012	01 Apr 2011 to 31 Dec 2011	01 Apr 2011 to 31 Mar 2012
1 Segment Revenue						
a System Integration & Support Services	1,568.63	1,903.32	1,604.60	5,054.61	6,434.21	8,445.25
b Software Development & Services	14,099.14	13,633.17	12,183.94	40,769.34	32,886.61	45,425.49
Net Income from Sales/Services	15,667.77	15,536.49	13,788.54	45,823.95	39,320.82	53,870.74
2 Segment Results						
a System Integration & Support Services	126.96	8.39	148.62	11.01	572.08	839.88
b Software Development & Services	1,332.66	1,369.49	1,579.97	4,401.05	4,208.44	5,981.03
Total	1,459.62	1,377.88	1,728.59	4,412.06	4,780.52	6,820.91
Less: Interest & Finance Charges	125.03	97.41	46.72	293.68	150.35	232.63
Unallocable Expenditure (net of unallocable income)	70.56	991.91	(63.62)	2,050.72	507.85	1,052.20
Profit before Tax	1,264.03	288.56	1,745.49	2,067.66	4,122.32	5,536.08
3 Capital Employed						
a System Integration & Support Services	832.29	1,721.69	4,901.96	832.29	4,901.96	3,726.00
b Software Development & Services	10,534.19	8,361.27	11,570.44	10,534.19	11,570.44	7,901.62
	11,366.48	10,082.96	16,472.40	11,366.48	16,472.40	11,627.62
Add: Unallocable Capital Employed	10,054.18	10,237.48	8,865.05	10,054.18	8,865.05	10,234.25
Total	21,420.66	20,320.44	25,337.45	21,420.66	25,337.45	21,861.87

Notes:

- The above figures have been reviewed by the Audit Committee and approved by the Board of Directors on 21 January, 2013.
- The Company had entered into a joint venture agreement with A Squared Entertainment LLC, USA ("A2") for carrying on business in the field of animated content development, development of related characters/intellectual property and licensing thereof to merchandising companies, pursuant to which A Squared Elxsi Entertainment LLC ("A2E2") was incorporated to carry on the activities of the joint venture. The Company had remitted USD 1,000,000 as Share Application Money to A2E2 against which shares were yet to be allotted. The JV Partner, A2 was in the process of completing its obligation under the agreement. On June 22, 2012 the company had intimated A2E2 about its decision not to finance the Joint Venture's operations beyond the amount stated in the Joint Venture agreement, pursuant to which the Company seized its association with A2 and A2E2. For the purpose of presenting the consolidated results, A2E2 had been considered as an associate until June 22, 2012 and the company's proportionate share of losses in A2E2, to the extent of its contribution as share application money, had been included in the consolidated statements. Accordingly, the Company had recognised Rs.106.55 lakhs (Approx USD 2,05,001) as its share of losses in the Joint Venture and Rs.411 lakhs (Approx USD 7,95,000) as its share of losses in the previous year ended March 31, 2012.
- In the previous quarter, the company received a demand from the bankers of A2E2, to whom the company had given a financial guarantee, towards the outstanding dues of Rs. 1,589.57 lakhs (USD 30 lakhs) due by A2E2 to its banker. The company has settled its obligation towards the bank guarantee and had accrued for the said amount during the previous quarters, which is included as an exceptional item in the results for the period ended December 31, 2012.

- The following are the particulars of the Company on a stand-alone basis

(Rs. in lakhs)

	Quarter ended 31 Dec, 2012	Quarter ended 30 Sep, 2012	Quarter ended 31 Dec, 2011	Period ended 31 Dec, 2012	Period ended 31 Dec, 2011	Year ended 31 March, 2012
Turnover Rs. lakhs	15,213.42	15,152.66	13,702.13	44,705.49	37,088.07	51,445.84
Profit before tax Rs. lakhs	1,184.53	397.74	1,683.41	1,952.52	4,017.66	5,034.56
Profit after tax Rs. lakhs	802.93	280.99	1,151.41	1,327.67	2,737.66	3,394.56

- The detailed standalone results of the Company are available on the Company's website - www.tataelxsi.com
- Previous period's / year's figures have been regrouped wherever necessary.

By Order of the Board
for TATA ELXSI LIMITEDMadhukar Day
Managing Director

Mumbai, 21 January, 2013

TATA ELXSI LIMITED
 Regd. Office: ITPB Road, Whitefield, Bangalore - 560 048
STATEMENT OF STANDALONE AUDITED RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER, 2012

PART I

(Rs. in lakhs)

Particulars	01 Oct 2012 to 31 Dec 2012	01 Jul 2012 to 30 Sep 2012	01 Oct 2011 to 31 Dec 2011	01 Apr 2012 to 31 Dec 2012	01 Apr 2011 to 31 Dec 2011	01 Apr 2011 to 31 Mar 2012
1 Income from operations						
(a) Net sales/income from operations	15,213.42	15,152.66	13,702.13	44,705.49	37,088.07	51,445.84
(b) Other operating income	-	-	-	-	-	-
Total income from operations (net)	15,213.42	15,152.66	13,702.13	44,705.49	37,088.07	51,445.84
2 Expenses						
(a) Purchases	1,033.25	1,344.49	1,389.16	3,611.50	3,329.94	4,989.39
(b) Changes in inventories of stock-in-trade	(61.65)	(0.63)	30.18	(61.08)	54.14	54.98
(c) Employee benefits expense	8,979.90	8,504.09	7,443.58	26,126.02	20,318.03	27,807.29
(d) Depreciation and amortisation expense	615.07	621.43	508.39	1,784.32	1,526.69	2,051.92
(e) Other expenses	3,693.22	3,305.90	2,939.94	10,292.21	8,529.65	11,887.53
Total expenses	14,259.79	13,775.28	12,311.25	41,752.97	33,758.45	46,791.11
3 Profit / (Loss) from operations before other income, finance costs and exceptional items (1 - 2)	953.63	1,377.38	1,390.88	2,952.52	3,329.62	4,654.73
4 Other Income	355.93	(31.11)	339.25	883.25	838.39	612.46
5 Profit / (Loss) from ordinary activities before finance costs & exceptional items (3 + 4)	1,309.56	1,346.27	1,730.13	3,835.77	4,168.01	5,267.19
6 Finance costs	125.03	97.41	46.72	293.68	150.35	232.63
7 Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6)	1,184.53	1,248.86	1,683.41	3,542.09	4,017.66	5,034.56
8 Exceptional items (Refer Note No.2)	-	(851.12)	-	(1,589.57)	-	-
9 Profit / (Loss) from Ordinary Activities before tax (7 + 8)	1,184.53	397.74	1,683.41	1,952.52	4,017.66	5,034.56
10 Tax expense	381.60	116.75	532.00	624.85	1,280.00	1,640.00
11 Net Profit / (Loss) from ordinary activities after tax (9 - 10)	802.93	280.99	1,151.41	1,327.67	2,737.66	3,394.56
12 Extraordinary item (net of tax expense Rs. Nil)	-	-	-	-	-	-
13 Net Profit / (Loss) for the period / year (11 - 12)	802.93	280.99	1,151.41	1,327.67	2,737.66	3,394.56
14 Paid-up equity share capital (equity shares of Rs.10/- each)	3,113.82	3,113.82	3,113.82	3,113.82	3,113.82	3,113.82
15 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year	-	-	-	-	-	15,793.48
16 Earnings per share (not annualised)						
- Basic/diluted EPS before extraordinary items	2.58	0.90	3.70	4.26	8.79	10.90
- Basic/diluted EPS after extraordinary items	2.58	0.90	3.70	4.26	8.79	10.90

SELECT INFORMATION FOR THE QUARTER ENDED 31 DECEMBER, 2012

PART II

Particulars	01 Oct 2012 to 31 Dec 2012	01 Jul 2012 to 30 Sep 2012	01 Oct 2011 to 31 Dec 2011	01 Apr 2012 to 31 Dec 2012	01 Apr 2011 to 31 Dec 2011	01 Apr 2011 to 31 Mar 2012
A PARTICULARS OF SHAREHOLDING						
1 Public shareholding						
- Number of Shares	17,090,588	17,090,588	17,090,588	17,090,588	17,090,588	17,090,588
- Percentage of shareholding	55%	55%	55%	55%	55%	55%
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	14,047,632	14,047,632	14,047,632	14,047,632	14,047,632	14,047,632
- Percentage of shares (as a % of the total shareholding of Promoter and Promoter Group)	100	100	100	100	100	100
- Percentage of shares (as a % of the total share capital of the Company)	45%	45%	45%	45%	45%	45%

Particulars	3 months ended 31 Dec 2012
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	2
Received during the quarter	2
Disposed of during the quarter	3
Remaining unresolved at the end of the quarter	1

TATA ELXSI LIMITED
Regd. Office: ITPB Road, Whitefield, Bangalore - 560 048
STATEMENT OF STANDALONE AUDITED RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER, 2012

SEGMENT RESULTS

(Rs. in lakhs)

Particulars	01 Oct 2012 to 31 Dec 2012	01 Jul 2012 to 30 Sep 2012	01 Oct 2011 to 31 Dec 2011	01 Apr 2012 to 31 Dec 2012	01 Apr 2011 to 31 Dec 2011	01 Apr 2011 to 31 Mar 2012
1 Segment Revenue						
a System Integration & Support Services	1,114.29	1,519.49	1,349.52	3,936.16	4,032.79	6,020.36
b Software Development & Services	14,099.13	13,633.17	12,352.61	40,769.33	33,055.28	45,425.48
Net Income from Sales/Services	15,213.42	15,152.66	13,702.13	44,705.49	37,088.07	51,445.84
2 Segment Results						
a System Integration & Support Services	47.80	(21.37)	86.52	(136.18)	275.44	558.15
b Software Development & Services	1,332.32	1,369.80	1,759.58	4,401.02	4,388.05	5,569.28
Total	1,380.12	1,348.43	1,846.10	4,264.84	4,663.49	6,127.43
Less: Interest & Finance Charges	125.03	97.41	46.72	293.68	150.35	232.63
Unallocable Expenditure (net of unallocable income)	70.56	853.28	115.97	2,018.64	495.48	860.24
Profit before Tax	1,184.53	397.74	1,683.41	1,952.52	4,017.66	5,034.56
3 Capital Employed						
a System Integration & Support Services	491.34	1,471.26	4,216.52	491.34	4,216.52	3,406.67
b Software Development & Services	10,534.19	8,361.27	11,570.43	10,534.19	11,570.43	7,901.62
Total	11,025.53	9,832.53	15,786.95	11,025.53	15,786.95	11,308.29
Add: Unallocable Capital Employed	10,082.85	10,266.15	9,412.09	10,082.85	9,412.09	11,346.61
Total	21,108.38	20,098.68	25,199.04	21,108.38	25,199.04	22,654.90

Notes:

- The above figures have been reviewed by the Audit Committee and approved by the Board of Directors on 21 January, 2013.
- The Company had entered into a joint venture agreement with A Squared Entertainment LLC, USA ("A2") for carrying on business in the field of animated content development, development of related characters/intellectual property and licensing thereof to merchandising companies, pursuant to which A Squared Elxsi Entertainment LLC ("A2E2") was incorporated to carry on the activities of the joint venture. In the previous quarter, the company received a demand from the bankers of A2E2, to whom the company had given a financial guarantee, towards the outstanding dues of Rs. 1,589.57 lakhs (USD 30 lakhs) due by A2E2 to its banker. The company has settled its obligation towards the bank guarantee and had accrued for the said amount during the previous quarters, which is included as an exceptional item in the results for the period ended December 31, 2012.
- Previous period's / year's figures have been regrouped wherever necessary.

Mumbai, 21 January, 2013

By Order of the Board
for TATA ELXSI LIMITED

Madhumur Dev
Managing Director

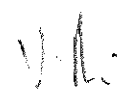
**AUDITORS' REPORT
TO THE BOARD OF DIRECTORS OF
TATA ELXSI LIMITED**

1. We have audited the accompanying Statement of Financial Results ("the Statement") of **TATA ELXSI LIMITED** ("the Company") for the quarter and nine-months ended December 31, 2012, being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges. This Statement has been prepared on the basis of the related interim financial statements, which are the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to express an opinion on the Statement, based on our audit of the related interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS-25) on Interim Financial Reporting notified under the Companies (Accounting Standards) Rules, 2006 and other accounting principles generally accepted in India.
2. We conducted our audit of the Statement in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and the disclosures in the Statement. An audit also includes assessing the accounting principles used and the significant estimates made by the Management, as well as evaluating the overall Statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (i) is presented in accordance with the requirements of Clause 41 of the Listing Agreements with the Stock Exchanges and
 - (ii) gives a true and fair view of the net profit and other financial information of the Company for the quarter and nine months ended December 31, 2012.
4. Further, we also report that we have traced from the details furnished by the Registrars, the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding, pledged / encumbered shares and non-encumbered shares of promoter and promoter group shareholders, in terms of Clause 35 of the Listing Agreements and the particulars relating to the investor complaints.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Firm Registration No. 008072S)

Mumbai, January 21, 2013
VB/VMS/2013




V. Balaji
Partner
(Membership No. 203685)

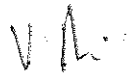
**AUDITORS' REPORT
TO THE BOARD OF DIRECTORS OF
TATA ELXSI LIMITED**

1. We have audited the accompanying Statement of Consolidated Financial Results ("the Statement") of **TATA ELXSI LIMITED** ("the Company") and its subsidiary (the Company, its subsidiary constitute "the Group") and its share of the associate company for the quarter and nine months ended December 31, 2012, being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges. This Statement has been prepared on the basis of the related interim financial statements, which is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to express an opinion on the Statement, based on our audit of the related interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS-25) on Interim Financial Reporting notified under the Companies (Accounting Standards) Rules, 2006 and other accounting principles generally accepted in India.
2. We conducted our audit of the Statement in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement is free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts and the disclosures in the Statement. An audit also includes assessing the accounting principles used and the significant estimates made by the Management, as well as evaluating the overall Statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (i) includes the results of TATA Elxsi (Singapore) Pte Limited,
 - (ii) is presented in accordance with the requirements of Clause 41 of the Listing Agreements with the Stock Exchanges and
 - (iii) gives a true and fair view of the net profit and other financial information of the Group for the quarter and nine months ended December 31, 2012.
4. Further, we also report that we have traced from the details furnished by the Registrars, the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding, pledged / encumbered shares and non-encumbered shares of promoter and promoter group shareholders, in terms of Clause 35 of the Listing Agreements and the particulars relating to the investor complaints.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Firm Registration No. 008072S)



Mumbai, January 21, 2013
VB/VMS/2013


V. Balaji
Partner
(Membership No. 203685)