



AGC Networks Ltd.
Equinox Business park, Tower A
(Peninsula Techno Park)
Off Bandra Kurla Complex
LBS Marg, Kurla West
Mumbai - 400070
India
T +91 22 6661 7272
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www.agcnetworks.com

October 30, 2012

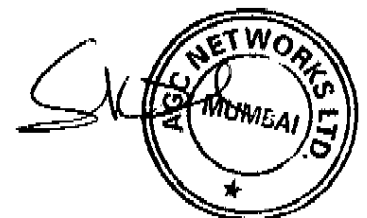
To, Bombay Stock Exchange Limited P.J. Towers, Dalal Street, Fort, Mumbai - 400 001.	To, Corporate Department National Stock Exchange Limited Exchange plaza, Bandra Kurla complex, Bandra (E) Mumbai 400051	Relationship
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Dear Sir,

Sub: Outcome of the Board Meeting held on 30/10/2012
Ref: AGC Networks Limited – 500463/ACGNET

We wish to inform you that the Board of Directors at its meeting held on Tuesday, 30th October, 2012 at the Registered Office of the Company has inter-alia also considered and transacted the following business:

1. The Board approved the appointment of Mr. Sudip Rungta as an additional Director of the Company under Section 260 of the Companies Act, 1956 with effect from October 30, 2012.
2. The Board accepted and approved the resignation of Mr. Aparup Sengupta, Non-Independent and Non-Executive Director of the Company with effect from October 30, 2012.
3. The Board accepted and approved the resignation of Mr. Vishal Kohli, Company Secretary of the Company.
4. The Board recommended for approval of members, the issuance of **Bonus shares** in the proportion of 1 (One) new equity bonus share of Rs. 10/- each for every 1 existing equity share of Rs. 10/- each fully paid-up by capitalization of reserve (**Bonus Ratio 1:1**). This item was discussed as an additional item with the permission of the Chair.



This is for your information, record and necessary action. Letter for unaudited quarterly financial statements is sent separately.

Thanking You,
For AGC Networks Limited



S K Jha
(Managing Director)





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The Stock Exchange, Mumbai,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001
(Stock Code: 500463)
Fax: 022-2272 3121/ 2037 / 39 / 41 / 61 / 3719

Dated: 30.10.2012

Dear Sir,

Sub: Unaudited quarterly Financial Results (provisional) for the quarter ended 30th September, 2012

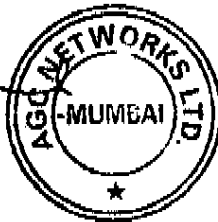
Enclosed please find unaudited financial results (provisional) for the quarter ended September 30, 2012, duly approved by the Board of Directors at its meeting held on October 30, 2012 in Board Room, 2nd Floor, Tower A, Equinox Business Park (Peninsula Techno Park), Off Bandra Kurla Complex, LBS Marg, Kurla West, Mumbai - 400 070.

Kindly acknowledge the receipt.

Thanking You

Yours Faithfully,
For AGC Networks Limited

S K Jha
Managing Director



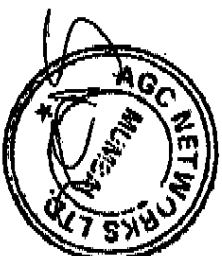
Encl : As above.

AGC NETWORKS LIMITED
 Registered Office : Equinox Business Park, Peninsula Techno Park, Off Bandra Kurla Complex, LBS Marg, Kurla West, Mumbai - 400070.
STATEMENT OF STANDALONE CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER SIX MONTHS ENDED 30 SEPTEMBER 2012.

AGC
 Enriching Experience

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Sr. No.	Particulars	Quarter ended (Unaudited)						Consolidated					
		30/09/2012	30/06/2012	30/03/2012	30/09/2011	30/06/2011	30/03/2011	30/09/2012	30/06/2012	30/03/2012	30/09/2011	30/06/2011	30/03/2011
1	Gross sales/Income from operations	16,210.65	14,539.61	14,075.45	28,697.68	31,407.08	62,442.02	28,221.57	26,074.00	28,772.50	82,061.57	40,530.30	66,758.02
(a)	Excise duty	63.46	44.81	22.39	1,32.40	178.54	33.27	87.50	44.87	62.88	132.40	178.54	33.27
(b)	Net sales/Income from operations	16,147.19	14,494.80	14,053.06	28,625.28	31,228.54	62,408.75	28,134.07	25,929.13	28,709.62	81,929.17	40,351.76	66,724.75
(c)	Other operating income	689.85	429.15	319.50	634.03	365.05	858.07	758.61	430.61	349.50	174.42	385.25	858.07
	Total Income from operations (net)	14,724.22	14,723.89	15,405.59	29,009.81	31,653.59	63,266.82	28,892.18	26,463.70	29,049.17	82,044.16	40,814.47	67,602.83
2	Expenses												
a)	Cost of materials consumed	749.25	438.84	742.76	1,545.17	1,425.22	2,349.54	770.67	438.84	742.18	1,444.67	1,425.22	2,349.54
b)	Purchases of stock-in-trade	6,883.47	7,090.59	6,739.63	15,489.92	15,799.09	32,144.90	14,945.57	15,911.47	14,646.23	30,498.67	25,422.33	66,530.65
c)	Changes in inventory of finished goods, work-in-progress and stock-in-trade	(62.45)	(158.64)	(259.35)	(616.80)	(242.53)	(2,249.58)	(194.06)	(2,066.96)	(596.36)	(2,141.05)	(1,085.49)	(2,619.75)
d)	Employee benefits expenses	2,656.42	2,603.86	2,776.11	5,488.28	5,423.67	10,633.41	5,045.32	4,385.18	5,406.58	9,420.62	8,882.42	15,657.61
e)	Depreciation and amortisation expense	196.34	183.44	166.09	388.78	385.42	820.00	306.10	303.78	298.58	609.83	627.79	1,170.25
f)	Service Charge	2,020.46	2,043.84	2,210.50	4,064.12	4,462.01	5,786.43	3,146.30	2,247.10	2,341.24	5,356.40	4,648.07	11,344.39
g)	Other expenses (including 10% of the total expenses relating to consulting operations to be shown separately)	1,530.72	1,970.29	1,716.82	3,026.51	3,143.24	6,219.05	2,633.67	2,102.88	2,027.28	4,578.41	3,364.52	7,332.05
	Total expenses	19,982.21	4,491.86	14,064.05	27,526.06	23,424.02	58,017.02	26,576.39	25,367.34	29,106.38	45,493.69	42,421.84	81,029.65
3	Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)	759.01	271.44	1,019.51	1,033.42	1,221.57	3,249.80	2,316.79	1,096.36	2,893.52	4,017.56	5,290.67	5,290.67
4	Other income	466.02	382.40	47.00	839.43	94.30	270.32	481.07	384.33	57.81	885.42	132.27	429.63
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	1,245.04	653.81	1,066.51	1,909.45	1,315.87	3,519.92	2,807.86	1,480.69	2,851.33	4,902.98	5,422.95	5,719.30
6	Finance costs	936.62	476.52	78.91	1,354.84	106.61	614.47	1,090.60	416.20	170.65	1,537.62	2,730.4	351.96
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	308.42	205.59	988.60	514.61	1,207.06	2,905.45	1,749.57	1,064.49	2,680.68	3,365.36	2,692.55	5,367.34
8	Exceptional items	-	-	101.37	-	101.37	54.35	-	-	272.04	-	202.04	196.02
9	Profit from ordinary activities before tax (7+8)	308.42	205.59	988.60	514.61	1,308.43	2,959.80	1,749.57	1,064.49	2,952.72	3,365.36	2,894.59	5,563.36
10	Tax expense	16.02	448.24	277.81	1298.31	361.07	1,207.06	380.09	1208.20	688.72	114.56	886.40	2,251.02
11	Net Profit from ordinary activities after tax (9-10)	199.39	61.33	608.32	813.32	754.02	1,652.43	1,369.47	1,794.19	1,966.63	3,161.00	2,153.77	6,330.35
12	Extraordinary items, net of tax expense	-	-	-	-	-	-	-	-	-	-	-	-
13	Net Profit for the period (11+12)	199.39	61.33	608.32	813.32	754.02	1,652.43	1,369.47	1,794.19	1,966.63	3,161.00	2,153.77	6,330.35
14	Share of profit/loss of associates	-	-	-	-	-	-	-	-	-	-	-	-
15	Minority interest	-	-	-	-	-	-	-	-	-	-	-	-
16	Net Profit after taxes, minority interest and share of profit of associates (13+14+15)	199.39	61.33	608.32	813.32	754.02	1,652.43	1,369.47	1,794.19	1,966.63	3,161.00	2,153.77	6,330.35
17	Face value of shares (Rs. 10 each)	1,423.32	1,423.32	1,423.32	1,423.32	1,423.32	1,423.32	1,423.32	1,423.32	1,423.32	1,423.32	1,423.32	1,423.32
18	Reserves excluding Retention Reserves as per schedule note	-	-	-	-	-	24,754.89	-	-	-	-	-	30,091.37
19	Earnings per share of Rs. 10/- each (net annualised)	4.0	4.37	4.28	5.71	5.30	17.43	5.52	12.87	13.19	22.21	16.01	44.54
20	Dividend	-	-	-	-	-	-	-	-	-	-	-	-
A. PARTICULARS OF SHAREHOLDING													
1	Public shareholding	3,558,346	3,555,305	3,558,346	3,559,305	3,558,346	3,558,346	3,558,346	3,559,305	3,558,346	3,559,305	3,558,346	3,559,305
	Number of shares	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00	25.00
2	Promoters and Promoter Group Shareholding												
	Number of shares	10,225,958	10,225,958	10,075,948	10,225,958	10,075,948	10,225,958	10,225,958	10,225,958	10,075,948	10,225,958	10,225,958	10,225,958
	Face value of shares (as a % of the total shareholding of promoter and Promoter group)	56.79	56.79	54.39	56.79	54.39	56.79	56.79	56.79	54.39	56.79	56.79	56.79
	Percentage of shares (as a % of the total share capital of the Company)	71.85	71.85	70.79	71.85	70.79	71.85	71.85	71.85	70.79	71.85	71.85	71.85
3	Non-promoter Shareholding												
	Number of shares	4,461,835	4,449,536	5,942,296	4,449,536	5,942,296	4,461,835	4,461,835	4,449,536	5,942,296	4,449,536	5,942,296	4,449,536
	Percentage of shares (as a % of the total shareholding of promoter and Promoter group)	4.21	4.21	4.21	4.21	4.21	4.21	4.21	4.21	4.21	4.21	4.21	4.21
	Percentage of shares (as a % of the total share capital of the Company)	3.15	3.15	4.21	3.15	4.21	3.15	3.15	3.15	4.21	3.15	4.21	3.15
B. INVESTOR COMPLAINTS													
	Pending at the beginning of the quarter	0											
	Received during the quarter	2											
	Disposed of during the quarter	2											
	Remaining unresolved at the end of the quarter	0											





Enabling Experience

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National Stock Exchange of India Ltd.
Exchange Plaza
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400051
Fax : 022 – 26598237 / 38
(Symbol: AGCNET) (Series: EQ)

Dated : 30.10.2012

Dear Sir,

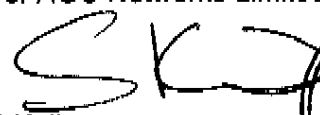
Sub: Unaudited Quarterly Financial Results (provisional) for the quarter ended 30th September, 2012

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Kindly acknowledge the receipt.

Thanking You

Yours Faithfully,
For AGC Networks Limited


S K Jha
Managing Director



Encl : As above.

Statement of Assets and Liabilities		Rs. in Lakhs			
Sr. No.	Particulars	Standalone (Unaudited)	Standalone (Audited)	Consolidated (Unaudited)	Consolidated (Audited)
		As at		As at	
		30/09/2012	31/03/2012	30/09/2012	31/03/2012
A	EQUITY AND LIABILITIES				
1	Shareholders' funds				
a)	Share Capital	1,423.32	1,423.32	1,423.32	1,423.32
b)	Reserves and surplus	25,608.22	24,794.77	34,161.00	30,834.83
c)	Money received against share warrants	-	-	-	-
	Sub-total - Shareholders' funds	27,031.54	26,218.09	35,584.32	32,258.15
2	Non-current liabilities				
a)	Other long-term liabilities	532.68	400.11	532.68	404.81
b)	Deferred tax liabilities	-	-	503.10	526.10
c)	Long-term provisions	595.89	480.78	595.89	478.07
	Sub-total - Non-current liabilities	1,128.57	880.89	1,631.68	1,409.08
3	Current liabilities				
a)	Short-term borrowings	24,399.52	9,020.00	34,400.43	12,881.81
b)	Trade payables	17,293.36	18,448.28	28,271.60	32,545.01
c)	Other current liabilities	4,158.45	4,941.30	7,464.34	9,359.83
d)	Short-term provisions	624.87	3,047.01	1,996.76	3,981.52
	Sub-total - Current liabilities	46,476.00	35,456.60	70,133.12	58,768.17
	TOTAL - EQUITY AND LIABILITIES	74,636.11	62,535.68	107,348.13	92,436.40
B	ASSETS				
1	Non-current assets				
a)	Fixed assets	1,734.06	1,852.02	3,818.85	3,527.12
b)	Non-current investments	1,500.00	1,500.00	50.00	50.00
c)	Trade receivables	-	-	2,379.69	-
d)	Deferred tax assets	1,386.52	1,247.88	1,386.52	1,247.88
e)	Long-term loans and advances	5,722.01	5,267.34	5,057.72	4,571.35
f)	Other non-current assets	72.43	71.75	72.43	71.75
	Sub-total - Non-current assets	10,415.02	9,938.98	12,765.21	9,468.09
2	Current assets				
a)	Current investments	8,000.00	8,000.00	8,000.00	8,000.00
b)	Inventories	7,745.08	6,965.79	10,086.37	7,784.10
c)	Trade receivables	29,395.15	26,700.72	52,038.50	51,784.95
d)	Cash and cash equivalents	11,671.68	4,861.63	13,691.00	6,274.91
e)	Short-term loans and advances	7,057.11	6,008.45	10,415.98	9,063.34
f)	Other current assets	352.07	60.00	352.07	60.00
	Sub-total - Current assets	64,221.09	52,596.59	94,583.92	82,967.30
	TOTAL ASSETS	74,636.11	62,535.68	107,348.13	92,436.40

Notes :

- The results for the quarter/six months ended 30 September, 2012 have been reviewed by the audit committee and approved by the Board of Directors at its meeting held on 30 October, 2012 and have been subjected to limited review by statutory auditors of the Company.
- The Company operates in one business segment i.e., Business Communication Solutions and Integrators.
- The current quarter/six months ended consolidated financial information are not comparable since the Company has started operation in USA w.e.f August 2012.
- Other consolidated operating income for the quarter ended 30 September, 2012 includes write back of provisions/liabilities aggregating to Rs. 292.21 lakhs and six months ended 30 September, 2012 Rs. 579.89 lakhs no longer required.
- Employee benefit expenses includes Rs.454 lakhs and other expenses includes Rs.289 lakhs of expenses aggregating to Rs.743 lakhs incurred by AGC Networks Inc. USA towards expenses for setting up office in USA.
- Tax expense for the six months ended 30 September, 2012 includes Rs. 474.77 lakhs write back of excess tax provision on completion of assessment relating to earlier years.
- The statement of consolidated unaudited results for quarter/six months ended 30 September, 2012 and audited results for the year ended 31 March, 2012 are prepared in accordance with the requirements of Accounting Standard 21 - Consolidated Financial Statements notified by the Companies (Accounting Standards) Rules, 2008 (as amended).
The financial results of the following entities have been consolidated with the financial results of 'the Company':
AGC Networks Pty Limited, Australia
AGC Networks Pte Limited, Singapore
AGC Networks, Inc., USA
- Previous year figures have been re-grouped and reclassified, wherever necessary, to correspond to those of the current period.

FOR AND ON BEHALF OF THE BOARD



S. K. Jha
S. K. JHA
MANAGING DIRECTOR & CEO

Place : Mumbai

Date : 30 October, 2012

FROM : ALAYA GI PARA PNNFRT MI MRAI FAX NN : 67031353 NM 30 2012 03:21PM P2