

PART I	Particulars	Quarter ended				Year ended			
		September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	March 31, 2013
	1 Income from Operations	416,624	355,288	150,787	770,912	300,287	600,189		
	2 Expenses								
	a) Employee benefits expense	184,188	167,782	64,575	351,890	127,289	251,378		
	b) Traveling Expenses	13,048	13,583	4,970	28,611	12,853	18,535		
	c) Depreciation and amortisation expenses	9,405	10,073	3,718	12,582	4,815	15,243		
	d) Other expenses	50,585	40,592	14,680	91,184	58,717	57,728		
	Total Expenses	327,166	289,789	125,513	616,955	247,523	489,053		
	3 Profit from operations before other income and finance costs (1-2)	88,458	65,499	25,274	153,957	52,762	102,136		
	4 Other income								
	Miscellaneous income	6,318	6,993	401	13,311	983	3,395		
	Exchange gain / (loss)	(4,882)	9,136	(5,947)	4,254	(9,710)	(12,910)		
	Total	1,436	16,129	(5,546)	17,565	(8,727)	(9,515)		
	5 Profit before finance costs (3+4)	88,894	81,628	19,728	171,522	44,035	92,621		
	6 Finance costs								
	Interest Cost on Borrowing	2,282	1,715	1,964	3,997	3,914	9,351		
	Current Translation Loss / (Gain) on Foreign Currency Loan	65	910	338	975	780	1,548		
	Total	2,347	2,625	2,302	4,972	4,704	10,899		
	7 Profit before tax (5-6)	87,547	79,003	17,426	166,550	39,331	81,722		
	8 Tax expense	23,683	19,116	1,413	42,799	6,568	16,470		
	9 Net Profit for the period (7-8)	63,864	59,887	16,013	123,751	32,763	65,252		
	10 Paid-up Equity Share Capital (Face Value of Share Rs. 10)	23,239	12,877	12,764	23,239	12,764	12,812		
	11 Consideration on amalgamation pending allotment (Face Value of Share Rs. 10)	-	10,349	-	-	-	-		
	12 Loan Funds - Listed Debentures	30,000	30,000	60,000	30,000	60,000	60,000		
	13 Reserves excluding revaluation reserve	-	-	-	-	-	378,921		
	14 Debenture Redemption Reserve	-	-	-	-	-	53,379		
	15 Earnings Per Share (Rs.) (Net Annualized)								
	Share based on the consideration on amalgamation pending allotment.	27.52	25.83	12.56	53.32	25.69	51.10		
	- Basic	26.90	25.30	12.05	52.13	24.97	48.99		
	- Diluted	-	-	-	-	-	-		
	16 Ratios								
	- Debt Equity Ratio	-	-	-	0.04	0.39	0.33		
	- Interest Service Coverage Ratio (ISCR)	-	-	-	0.90	0.38	0.33		
	- Debt Service Coverage Ratio (DSCR)	-	-	-	30.97	11.22	9.37		

Note: Suggested definition for Coverage Ratios:  
 ISCR = Earnings before Interest and Tax / Interest Expense  
 DSCR = Earnings before Interest and Tax / (Interest + Principal Repayment)  
 See accompanying note to the financial results

PART II : Selected Information for the Quarter ended September 30, 2013	Quarter ended				Half year ended			
	September 30, 2013	June 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	September 30, 2013	September 30, 2012	March 31, 2013
<b>A PARTICULARS OF SHAREHOLDING (Without considering the consideration on amalgamation pending allotment at June 30, 2013 - Refer Note 4)</b>								
1 Public Shareholding	147,694,059	68,033,486	55,292,764	147,694,059	55,292,764	67,362,045		
- Number of shares	63,534	52,839	43,326	63,534	43,326	52,596		
- Percentage of shareholding	-	-	-	-	-	-		
2 Promoters and promoter group Shareholding								
a) Pledged/unpledged								
- Number of shares	-	-	-	-	-	-		
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-		
b) Number of shares	84,736,978	60,736,978	72,348,417	84,736,978	72,348,417	80,736,978		
- 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%		
- Percentage of shares (as a % of the total share capital of the company)	36.45%	47.17%	56.68%	36.45%	56.68%	47.41%		

**3 Matters pertaining to estwille Satyam Computer Services Limited (estwille Satyam):**

**3.1 Investigation by authorities in India**  
 In the letter of Jan 7, 2009 (the 'letter'), Mr. B. Ramalinga Raju, the then Chairman of estwille Satyam, admitted that the Balance Sheet of estwille Satyam as at September 30, 2008 carried an inflated cash and bank balances, non-existent accrued interest, an overstated liability and an overstated debtors position.

Consequently, various regulators/ investigating agencies such as the Central Bureau of Investigation (CBI), Serious Fraud Investigation Office (SFIO) / Registrar of Companies (ROC), Directorate of Enforcement (ED), etc., had initiated their investigation on various matters which are yet to be concluded.

As per the assessment of the Management, based on the forensic investigation and the information available up to this stage, all identified/required adjustments/disclosures arising from the identified financial irregularities, had been made in the financial statements of estwille Satyam as at March 31, 2009.

Considerable time has elapsed after the initiation of investigation by various agencies and estwille Satyam had not received any further information as a result of the various ongoing investigations against estwille Satyam which required adjustments to the financial statements.

From new cables have been received from the Honorable High Court, Hyderabad and approved the merger which need any further judicial/departmental/disclosure in the books, and all existing cables have been appropriately dealt with/recorded/disclosed in the books based on their current status.

Considering the above, notwithstanding the pendency of the various investigations/proceedings, the Management is of the view that the above investigations/proceedings would not result in any additional material provisions/write-off/adjustments (other than those already provided for, written-off or disclosed) in the financial statements of the Company.

**3.2 Forensic investigation and nature of financial irregularities**  
 Pursuant to the aforesaid letter, the Government nominated Board of Directors of estwille Satyam appointed an independent counsel ("Counsel") to conduct an investigation of the financial irregularities. The Counsel appointed forensic accountants to assist in the investigation (referred to as 'forensic investigation') and preparation of the financial statements of estwille Satyam.

The forensic investigation conducted by the forensic accountants investigated accounting records to identify the extent of financial irregularities and mainly focused on the period from April 1, 2002 to September 30, 2008, being the last date up to which estwille Satyam published its financial results prior to the date of the letter. In certain instances, the forensic accountants conducted investigation procedures outside this period.

The forensic investigation had originally indicated possible diversion aggregating USD 41 Million from the proceeds of the American Depository Shares (ADS) relating to estwille Satyam. The amount was revised to USD 19 Million based on the further details of utilisation of ADS proceeds obtained by estwille Satyam.

The overall impact of the fictitious entries and unrecorded transactions arising out of the forensic investigation, to the extent determined was accounted in the financial statements for the financial year ended March 31, 2009 of estwille Satyam.

Based on the forensic investigation, an aggregate amount of Rs. 11,39,32 Lakhs (net debit) was identified in the financial statements of estwille Satyam as at March 31, 2008 under "Unexplained differences suspense account (net)" comprising (i) Rs. 1,731 lakhs (net debit) where complete information was not available and (ii) Rs. 11,2201 lakhs (net debit) being fictitious assets and unrecorded loans in the opening balance as at April 2002. On grounds of prudence, these amounts had been provided for by estwille Satyam in the financial year ended March 31, 2009. As there is no further information available with the Management even after the lapse of three years, the said amount of Rs. 11,39,32 Lakhs has been written off in the financial statements of the Company for the half year ended September 30, 2013.

The forensic investigation was unable to identify the nature of certain alleged transactions aggregating Rs. 1,23,040 Lakhs (net receipt) against which estwille Satyam had received legal notices from 37 companies claiming repayment of the amount which was allegedly given as temporary advance. Refer Note 3.3 below.

**3.3 Alleged advances**  
 Subsequent to the letter of the estwille Satyam Chairman, on January 8, 2009, the estwille Satyam received letters from thirty seven companies requesting confirmation by way of acknowledgement for receipt of certain alleged amounts referred to as 'alleged advances'. These letters were followed by legal notices from these companies dated August 4/5, 2009, claiming repayment of Rs. 1,23,040 Lakhs allegedly given as temporary advance. The legal notices also claim damages/compensation @ 18% per annum from date of advance till date of repayment. The estwille Satyam has not acknowledged any liability to any of the thirty seven companies and has replied to the legal notices stating that the claims are legally untenable.

The Directorate of Enforcement (ED) is investigating the matter under the Prevention of Money Laundering Act, 2002 ("PMLA") and directed the estwille Satyam to furnish details with regard to the alleged advances and has also directed it not to return the alleged advances until further instructions from the ED. In furtherance to the investigation by the ED, the estwille Satyam was served with a provisional attachment order dated October 18, 2012 issued by the Joint Director, Directorate of Enforcement, Hyderabad under Section 5(1) of the PMLA ("the Order"), attaching certain Fixed Deposit accounts of the Company aggregating Rs. 8,22,000 Lakhs for a period of 150 days. This attachment was initiated consequent to the charge sheets filed by the CBI against the estwille promoters of estwille Satyam and orders and investigation conducted by the ED under the PMLA. As stated in the Order, the investigators of the ED presented that the Rs. 8,22,000 Lakhs constitutes proceeds of crime as defined in the PMLA. The estwille Satyam had challenged the Order in the Honorable High Court of Andhra Pradesh and the Honorable High Court of Andhra Pradesh has granted stay on the said Order and all proceedings pursuant thereto, vide its interim order dated October 11, 2012. The ED has filed a petition before the Honorable High Court of Andhra Pradesh on June 3, 2013 to direct the banks with whom the aforementioned fixed deposits are held, not to allow the estwille Satyam to redeposit/cash the fixed deposits pending disposal of the writ. The petition is pending hearing.

The thirty seven companies had filed petitions / suits for recovery against the estwille Satyam before the Civil Court, Secunderabad ("Court"), with a prayer that these companies be declared as indigent debtors for seeking exemption from payment of requisite court fees.

Some petitions (except in the case of one petition where court fees have been paid and the pauper petition converted into a suit which is pending disposal), are before the Court, at the stage of rejection / trial of pauper petition.

The remaining petitions are at a preliminary stage before the Court, for considering condonation of delay in re-submission of pauper petitions. In one petition, the edwille Satyam had been condoned by the Court and the Company has obtained an interim stay order from the Honorable High Court of Andhra Pradesh.

The estwille Satyam had received legal notices from nearly all of the above companies, calling for payment of the amounts allegedly advanced by them (including interest and damages), failing which they would be constrained to file a petition for winding up the affairs of estwille Satyam. In pursuance thereof, one of the aforesaid companies filed a winding up petition that was dismissed by the High Court. Against the said order of dismissal, the aforementioned company has filed an appeal before the Division Bench of High Court of Andhra Pradesh which is pending hearing.

Furthermore, in connection with the merger proceedings, the estwille Satyam had received letters from the aforesaid companies claiming themselves to be creditors. They had pressed inter-alia before the High Court (hearing the merger petition of the estwille Satyam with the Company) that the estwille Satyam had received legal notices from them and they were constrained to file a petition for winding up the affairs of estwille Satyam. They also expressed their concern. They contended that without convening a meeting of the creditors and hearing their objections, the merger scheme could not be proceeded with.

To address these and other related objections, the High Court directed the Official Liquidator, with the assistance of a firm of Chartered Accountants ("the firm"), to scrutinize the books of the estwille Satyam and submit a report on the allegations aforesaid including the accounting system adopted by it with respect to the alleged advances.

The firm, in their report, inter-alia, stated that the estwille Satyam under its new management, was justified in not treating these amounts as creditors and in classifying these alleged advances as 'Amounts pending investigation suspense account (net)'.  
 The High Court after considering the report of the firm and other contentions of the estwille Satyam, held inter-alia, in its order approving the merger of the estwille Satyam with the Company, that the contention of the 37 companies that Satyam is retaining the money of the creditors and not paying them does not appear to be valid and further held that any right of the objecting creditors can be considered only if the genuineness of the debt is proved beyond doubt which is not so in this case.

The High Court in its order, further held that in the absence of Board resolutions and documents evidencing acceptance of unsecured loans by the former management of the estwille Satyam, the new management of the estwille Satyam is justified in not creating the liabilities received in their names and not treating them as creditors and further releasing such amounts as 'Amounts pending investigation - suspense account (net)'.  
 In view of the aforesaid developments and also based on legal opinion, the estwille Satyam's managements view, which is also the Company's Management's view, that the claim regarding the repayment of "alleged advances" (including interest thereon) of the 37 companies are not legally tenable has been reinforced. Accordingly, the Company's Management believes that, even in the unlikely event that the principal amount of the claim of the 37 companies is held to be tenable and the Company is required to repay these amounts, such an eventuality should not have an adverse bearing on either the Company's profits or its reserves in that period, since the Company has been legally advised that no interest would be payable even in such an unlikely event.