

November 12, 2015

Bombay Stock Exchange Limited
Mumbai - 400 001

National Stock Exchange of India Limited
Mumbai - 400 051

Madras Stock Exchange Limited
Chennai - 600 001

Dear Sir,

Re.: Outcome of the Board Meeting and Submission of Un-Audited Financial Results & Limited Review Report for the quarter and nine months ended on December 31, 2015

Ref.: NSE Symbol: GEMINI
BSE Scrip ID: GEMINICO (Scrip Code: 532318)

Further to our letter dated February 01, 2016 intimating about the Board Meeting, we wish to inform that the Board of Directors of Gemini Communication Limited has at its meeting held today (i.e. February 10, 2016):

- Approved the Unaudited Financial Results for the quarterly / nine months ended on December 31, 2015.
- Re-constituted the committees of the Board of Directors.


We enclose the Un-Audited Financial Results of Gemini Communication Limited for the quarter and nine months ended on December 31, 2015. These results have been subjected to the Limited review Report by the Statutory Auditor of the Company, were reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on February 10, 2016.

Further, we are enclosing the Limited Review Report on Un-Audited Financial Results for the quarter and nine months ended on December 31, 2015, submitted by the Statutory Auditor Mr. V Viswanathan, M/s. V Viswanathan & Associates, Chartered Accountants, to the Board of Directors of Gemini Communication Limited at its meeting held on February 10, 2016.

Pursuant to regulation 47 (1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company would be publishing the consolidated results in the newspaper along with a summary of the standalone results as envisaged in the said clause.

We request you to take the above on record.

Thanking you,
Yours faithfully,
For **GEMINI COMMUNICATION LIMITED**


R. Vijaykumar
Managing Director (DIN - 00158328)
Encl.: As above



GEMINI COMMUNICATION LIMITED

Reg: Off: No: 1, Dr. Ranga Road, Alwarpet, Chennai – 600 018, Tamil Nadu, India
Corporate Identification Number (CIN) - L32301TN1995PLC030087

STATEMENT OF UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED ON DECEMBER 31, 2015

Part I - FINANCIAL INFORMATION

INR in Lakhs

Statement of Standalone Un-Audited Results for the Quarter and nine months ended on December 31, 2015						
Particulars	Standalone					
	Quarter	Quarter	Quarter	Nine months	Nine months	Previous
	Ended	Ended	Ended	Ended	Ended	Year Ended
(Refer Notes Below)	31-12-2015	30-09-2015	31-12-2014	31-12-2015	31-12-2014	31-03-2015
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Income from Operations						
(a) Net Sales/Income from Operations (Net of excise duty)	244.86	323.61	1,398.00	901.40	3,625.00	4,954.87
(b) Other Operating Income	306.38	284.00	0.00	984.38	0.00	635.00
Total income from Operations (net)	551.24	607.61	1,398.00	1,885.78	3,625.00	5,589.87
2. Expenses						
(a) Cost of Materials consumed	189.20	252.10	484.00	628.42	1,030.00	1,190.65
(b) Purchase of stock-in-trade	0.00	0.00	0.00	119.24	0.00	0.00
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	13.70	1.15	(7.00)	8.55	492.00	4,088.49
(d) Employee benefits expense	348.08	367.25	701.00	1,190.93	1,839.00	2,428.26
(e) Depreciation and amortisation expense	9.34	9.32	641.00	28.36	1,387.00	2,666.85
(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	90.92	62.35	101.00	262.80	222.00	657.17
Total Expenses	651.24	692.17	1,920.00	2,238.30	4,970.00	11,031.42
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(100.00)	(84.56)	(522.00)	(352.52)	(1,345.00)	(5,441.55)
4. Other Income	15.19	0.00	1.00	16.86	3.00	3.44
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(84.81)	(84.56)	(521.00)	(335.66)	(1,342.00)	(5,438.11)
6. Finance Costs	0.00	0.00	93.00	0.00	266.00	3,713.03
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(84.81)	(84.56)	(614.00)	(335.66)	(1,608.00)	(9,151.14)
8. Exceptional Items	0.00	0.00	0.00	0.00	0.00	0.00
9. Profit / (Loss) from ordinary activities before tax (7 + 8)	(84.81)	(84.56)	(614.00)	(335.66)	(1,608.00)	(9,151.14)
10. Tax expense	0.00	0.00	0.00	0.00	0.00	(279.80)
11. Net Profit / (Loss) from ordinary activities after tax (9 + 10)	(84.81)	(84.56)	(614.00)	(335.66)	(1,608.00)	(8,871.34)
12. Extraordinary items (net of tax expense ___ Lakhs)	0.00	0.00	0.00	0.00	0.00	0.00
13. Net Profit / (Loss) for the period (11 + 12)	(84.81)	(84.56)	(614.00)	(335.66)	(1,608.00)	(8,871.34)
14. Share of Profit / (loss) of associates *	0.00	0.00	0.00	0.00	0.00	0.00
15. Minority Interest*	0.00	0.00	0.00	0.00	0.00	0.00
16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15) *	-84.81	-84.56	-614.00	-335.66	-1,608.00	-8,871.34
17. Paid-up equity share capital	1,238.95	1,238.95	1,238.95	1,238.95	1,238.95	1,238.95
(Face Value of the Share shall be indicated)	Re. 1/- each	Re. 1/- each	Re. 1/- each	Re. 1/- each	Re. 1/- each	Re. 1/- each
18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						
19.i Earnings Per Share (before extraordinary items)						
(of Rs. 1/- each) (not annualised):						
(a) Basic	-0.07	-0.07	-0.50	-0.27	-1.30	-5.67
(b) Diluted	-0.07	-0.07	-0.50	-0.27	-1.30	-5.67
19.ii Earnings Per Share (after extraordinary items)						
(of Rs.1/- each) (not annualised):						
(a) Basic	-0.07	-0.07	-0.50	-0.27	-1.30	-5.67
(b) Diluted	-0.07	-0.07	-0.50	-0.27	-1.30	-5.67



Statement of Consolidated Un-Audited Results for the Quarter and nine months ended on December 31, 2015						
Particulars	Quarter	Quarter	Quarter	Nine months	Nine months	Previous
	Ended	Ended	Ended	Ended	Ended	Year Ended
	31-12-2015	30-09-2015	31-12-2014	31-12-2015	31-12-2014	31-03-2015
(Refer Notes Below)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1. Income from Operations						
(a) Net Sales/Income from Operations (Net of excise duty)	247.88	325.60	1,407.00	917.37	3,656.00	5,006.18
(b) Other Operating Income	306.38	284.00	0.00	983.98	0.00	635.09
Total income from Operations (net)	554.26	609.60	1,407.00	1,901.35	3,656.00	5,641.27
2. Expenses						
(a) Cost of Materials consumed	189.20	286.04	485.00	932.36	1,038.00	1,932.82
(b) Purchase of stock-in-trade	0.00	0.00	0.00	119.24	0.00	0.00
(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	13.70	1.45	(7.00)	8.85	492.00	4,088.49
(d) Employee benefits expense	348.08	371.06	726.00	1,194.74	1,971.00	2,568.66
(e) Depreciation and amortisation expense	9.34	9.87	828.00	28.91	1,933.00	4,772.99
(f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately)	90.92	64.82	114.00	265.27	255.00	5,311.62
Total Expenses	651.24	733.24	2,146.00	2,549.37	5,689.00	18,674.58
3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)	(96.98)	(123.64)	(739.00)	(648.02)	(2,033.00)	(13,033.31)
4. Other Income	15.19	0.00	1.00	17.19	3.00	3.44
5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)	(81.79)	(123.64)	(738.00)	(630.83)	(2,030.00)	(13,029.87)
6. Finance Costs	0.00	0.00	93.00	0.00	272.00	6,233.68
7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)	(81.79)	(123.64)	(831.00)	(630.83)	(2,302.00)	(19,263.55)
8. Exceptional Items	0.00	0.00	0.00	0.00	(132.00)	0.00
9. Profit / (Loss) from ordinary activities before tax (7 + 8)	(81.79)	(123.64)	(831.00)	(630.83)	(2,434.00)	(19,263.55)
10. Tax expense	0.00	0.00	0.00	0.00	0.00	(536.91)
11. Net Profit / (Loss) from ordinary activities after tax (9 + 10)	(81.79)	(123.64)	(831.00)	(630.83)	(2,434.00)	(18,726.64)
12. Extraordinary items (net of tax ` expense ____ Lakhs)	0.00	0.00	0.00	0.00	0.00	0.00
13. Net Profit / (Loss) for the period (11 + 12)	(81.79)	(123.64)	(831.00)	(630.83)	(2,434.00)	(18,726.64)
14. Share of Profit / (loss) of associates *						
15. Minority Interest*						
16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15) *						
17. Paid-up equity share capital	1,238.95	1,238.95	1,238.95	1,238.95	1,238.95	1,238.95
(Face Value of the Share shall be indicated)	Re. 1/- each	Re. 1/- each	Re. 1/- each	Re. 1/- each	Re. 1/- each	Re. 1/- each
18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year						
19.i Earnings Per Share (before extraordinary items)						
(of Rs. 1/- each) (not annualised):						
(a) Basic	-0.07	-0.10	-0.67	-0.51	-1.96	-8.88
(b) Diluted	-0.07	-0.10	-0.67	-0.51	-1.96	-8.88
19.ii Earnings Per Share (after extraordinary items)						
(of Rs. 1/- each) (not annualised):						
(a) Basic	-0.07	-0.10	-0.67	-0.51	-1.96	-8.88
(b) Diluted	-0.07	-0.10	-0.67	-0.51	-1.96	-8.88



Part II - SHAREHOLDERS' INFORMATION

Shareholders Information for the Quarter and Year Ended December 31, 2015

Particulars	As on					
	31-Dec-15	30-Sep-15	31-Dec-14	31-Dec-15	31-Dec-14	31-Mar-15
A PARTICULARS OF SHAREHOLDING						
1. Public Shareholding						
- Number of Shares	85,788,193	85,788,193	77,823,650	85,788,193	77,823,650	83,281,173
- Percentage of shareholding	69.24%	69.24%	62.81%	69.24%	62.81%	67.22%
2. Promoters and Promoter Group Shareholding **						
a) Pledged/ Encumbered						
- Number of Shares	30,034,078	30,034,078	33,911,001	30,034,078	33,911,001	30,903,478
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	78.82%	78.82%	73.61%	78.82%	73.61%	76.09%
- Percentage of shares (as a % of the total share capital of the company)	24.24%	24.24%	27.37%	24.24%	27.37%	24.94%
b) Non-Encumbered						
- Number of Shares	8,072,432	8,072,432	12,160,052	8,072,432	12,160,052	9,710,052
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	21.18%	21.18%	26.39%	21.18%	26.39%	23.91%
- Percentage of shares (as a % of the total share capital of the company)	6.52%	6.52%	9.81%	6.52%	9.81%	7.84%
	Quarter ended					
Particulars	31-Dec-15					
B. INVESTOR COMPLAINTS						
- Pending at the beginning of the quarter	-					
- Received during the quarter	-					
- Disposed of during the quarter	-					
- Remaining unresolved at the end of the quarter	-					

Notes:

1. The above results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company in their meeting held on February 10, 2016
2. Segment wise reporting are not applicable as the Company operates in single segment.
3. The figures of the last quarter or the balancing figure between audited figures in respect of the full financial year and the published year to date figures upto third quarter of the current financial year.

For and on behalf of the Board of Directors



[Handwritten Signature]
 R. Vijaykumar
 Chairman & Managing Director
 DIN - 001583283

Chennai, February 10, 2016



Limited Review Report

Review Report to GEMINI COMMUNICATIONS LIMITED

We have reviewed the accompanying statement of unaudited financial results of **GEMINI COMMUNICATION LIMITED** for the Quarter ended 31.12.2015. 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 these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* 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 provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, 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 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For VISWANATHAN & ASSOCIATES
Chartered Accountants
FRN.013713S

V.VISWANATHAN

Membership No.228990

Place: CHENNAI
Date : 10.02.2016

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY HELD ON FEBRUARY 10, 2016 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT NO: 01, DR. RANGA ROAD, ALWARPET, CHENNAI - 600 018, TAMIL NADU, INDIA

To consider and approve the re-constitution of the Audit Committee:

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules made thereto, the approval of the Board of Directors of the Company be and is hereby accorded to the reconstitution of the Audit Committee of the Board in the following manner:

Sl. No:	Name of the Director	Designation
1.	Mr. V. J. Chandran	Independent, Non-Executive Director
2.	Mr. Eswaran Annamalai	Independent, Non-Executive Director
3.	Ms. Bhuvaneshwari Karthick	Independent, Non-Executive (Woman Director)
4.	Mr. R. Vijaykumar	Executive (Managing Director)

"RESOLVED FURTHER THAT Mr. R. Vijaykumar, Managing Director be and is hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental for giving effect to the above resolution, including, but not limited to, making the requisite filings with any statutory / regulatory body, in this regard."

//Certified True Copy//
For **GEMINI COMMUNICATION LIMITED**


R. Vijaykumar
Managing Director
DIN - 00158328



CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY HELD ON FEBRUARY 10, 2016 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT NO: 01, DR. RANGA ROAD, ALWARPET, CHENNAI - 600 018, TAMIL NADU, INDIA

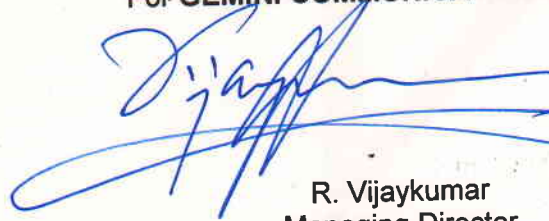
To consider and approve the re-constitution of the Nomination and remuneration committee:

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules made thereto, the approval of the Board of Directors of the Company be and is hereby accorded to the reconstitution of the Audit Committee of the Board in the following manner:

Sl. No:	Name of the Director	Designation
1.	Mr. V. J. Chandran	Independent, Non-Executive Director
2.	Mr. Eswaran Annamalai	Independent, Non-Executive Director
3.	Ms. Bhuvanewari Karthick	Independent, Non-Executive (Woman Director)
4.	Mr. R. Vijaykumar	Executive (Managing Director)

"RESOLVED FURTHER THAT Mr. R. Vijaykumar, Managing Director be and is hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental for giving effect to the above resolution, including, but not limited to, making the requisite filings with any statutory / regulatory body, in this regard."

//Certified True Copy//
For **GEMINI COMMUNICATION LIMITED**



R. Vijaykumar
Managing Director
DIN - 00158328



CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY HELD ON FEBRUARY 10, 2016 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT NO: 01, DR. RANGA ROAD, ALWARPET, CHENNAI – 600 018, TAMIL NADU, INDIA


To consider and approve the re-constitution of the Stakeholders Relationship Committee:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules made thereto, the approval of the Board of Directors of the Company be and is hereby accorded to the reconstitution of the Audit Committee of the Board in the following manner:

Sl. No:	Name of the Director	Designation
1.	Mr. V. J. Chandran	Independent, Non-Executive Director
2.	Mr. Eswaran Annamalai	Independent, Non-Executive Director
3.	Ms. Bhuvanewari Karthick	Independent, Non-Executive (Woman Director)
4.	Mr. R. Vijaykumar	Executive (Managing Director)

“RESOLVED FURTHER THAT Mr. R. Vijaykumar, Managing Director be and is hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental for giving effect to the above resolution, including, but not limited to, making the requisite filings with any statutory / regulatory body, in this regard.”

//Certified True Copy//
For **GEMINI COMMUNICATION LIMITED**


R. Vijaykumar
Managing Director
DIN - 00158328



CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY HELD ON FEBRUARY 10, 2016 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT NO: 01, DR. RANGA ROAD, ALWARPET, CHENNAI – 600 018, TAMIL NADU, INDIA

To consider and approve the re-constitution of the Share Transfer Committee:

"RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 read with the rules made thereto, the approval of the Board of Directors of the Company be and is hereby accorded to the reconstitution of the Audit Committee of the Board in the following manner:

Sl. No:	Name of the Director	Designation
1.	Mr. V. J. Chandran	Independent, Non-Executive Director
2.	Mr. Eswaran Annamalai	Independent, Non-Executive Director
3.	Ms. Bhuvaneswari Karthick	Independent, Non-Executive (Woman Director)
4.	Mr. R. Vijaykumar	Executive (Managing Director)

"RESOLVED FURTHER THAT Mr. R. Vijaykumar, Managing Director be and is hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental for giving effect to the above resolution, including, but not limited to, making the requisite filings with any statutory / regulatory body, in this regard."

//Certified True Copy//
For **GEMINI COMMUNICATION LIMITED**



R. Vijaykumar
Managing Director
DIN - 00158328

