

**STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2015**  
**Part I - FINANCIAL INFORMATION**

**Statement of Standalone & Consolidated Audited Results for the Quarter and Year Ended March 31, 2015**

| Particulars  | Rs. In Lakhs            |                         |                         |                         |                         |
|--|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|  | Standalone              |                         |                         |                         |                         |
|  | Quarter ended           |                         | Year ended              |                         |                         |
|  | 31-Mar-15               | 31-Dec-14               | 31-Mar-14               | 31-Mar-15               | 31-Mar-14               |
| (Refer Notes Below)  | (Audited)               | (Unaudited)             | (Audited)               | (Audited)               | (Audited)               |
| <b>1. Income from Operations</b>   |                         |                         |                         |                         |                         |
| (a) Net Sales/Income from Operations (Net of excise duty)  | 1,329.57                | 1,397.73                | 1,041.16                | 4,954.87                | 4,136.32                |
| (b) Other Operating Income   | 635.09                  | -                       | -                       | 635.09                  | -                       |
| <b>Total income from Operations (net)</b>  | <b>1,964.66</b>         | <b>1,397.73</b>         | <b>1,041.16</b>         | <b>5,589.96</b>         | <b>4,136.32</b>         |
| <b>2. Expenses</b>   |                         |                         |                         |                         |                         |
| (a) Cost of Materials consumed   | 160.75                  | 483.88                  | 334.52                  | 1,190.65                | 1,844.99                |
| (b) Purchase of stock-in-trade   | -                       | -                       | -                       | -                       | -                       |
| (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade  | 3,596.79                | -7.35                   | 1,813.61                | 4,088.49                | 1,737.96                |
| (d) Employee benefits expense  | 588.94                  | 701.48                  | 766.85                  | 2,428.26                | 2,020.84                |
| (e) Depreciation and amortisation expense  | 1,279.82                | 641.19                  | 1,038.32                | 2,666.85                | 2,554.38                |
| (f) Other expenses (Any item exceeding 10% of the total expenses relating to continuing operations to be shown separately) | 435.50                  | 101.46                  | 546.67                  | 657.17                  | 880.92                  |
| <b>Total Expenses</b>  | <b>6,061.80</b>         | <b>1,920.66</b>         | <b>4,499.97</b>         | <b>11,031.42</b>        | <b>9,039.09</b>         |
| <b>3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>                   | <b>-4,097.14</b>        | <b>-522.93</b>          | <b>-3,458.81</b>        | <b>-5,441.46</b>        | <b>-4,902.77</b>        |
| 4. Other Income  | -                       | 0.51                    | -                       | 3.44                    | 155.34                  |
| <b>5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)</b>                      | <b>-4,097.14</b>        | <b>-522.42</b>          | <b>-3,458.81</b>        | <b>-5,438.02</b>        | <b>-4,747.43</b>        |
| 6. Finance Costs   | 3,204.62                | 92.68                   | -105.99                 | 3,713.03                | 402.42                  |
| <b>7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)</b>                | <b>-7,301.76</b>        | <b>-615.10</b>          | <b>-3,352.82</b>        | <b>-9,151.05</b>        | <b>-5,149.85</b>        |
| 8. Exceptional Items   | -                       | -                       | 13,433.10               | -                       | 13,433.10               |
| <b>9. Profit / (Loss) from ordinary activities before tax (7 + 8)</b>  | <b>-7,301.76</b>        | <b>-615.10</b>          | <b>-16,785.92</b>       | <b>-9,151.05</b>        | <b>-18,582.95</b>       |
| 10. Tax expense  | -279.80                 | -                       | 602.86                  | -279.80                 | 602.86                  |
| <b>11. Net Profit / (Loss) from ordinary activities after tax (9 + 10)</b>   | <b>-7,021.96</b>        | <b>-615.10</b>          | <b>-16,183.06</b>       | <b>-8,871.26</b>        | <b>-17,980.09</b>       |
| 12. Extraordinary items (net of tax ` expense ____ Lakhs)  | -                       | -                       | -                       | -                       | -                       |
| <b>13. Net Profit / (Loss) for the period (11 + 12)</b>  | <b>-7,021.96</b>        | <b>-615.10</b>          | <b>-16,183.06</b>       | <b>-8,871.26</b>        | <b>-17,980.09</b>       |
| 14. Share of Profit / (loss) of associates *   | -                       | -                       | -                       | -                       | -                       |
| 15. Minority Interest*   | -                       | -                       | -                       | -                       | -                       |
| <b>16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15) *</b>  | <b>-7,021.96</b>        | <b>-615.10</b>          | <b>-16,183.06</b>       | <b>-8,871.26</b>        | <b>-17,980.09</b>       |
| 17. Paid-up equity share capital<br>(Face Value of the Share shall be indicated)   | 1,238.95<br>Rs 1/- Each | 1,238.95<br>Rs 1/- Each | 1,238.95<br>Rs 1/- Each | 1,238.95<br>Rs 1/- Each | 1,238.95<br>Rs 1/- Each |
| 18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year                                |                         |                         |                         |                         | 18,979.13               |
| <b>19.i Earnings Per Share (before extraordinary items) (of Rs. 1/- each) (not annualised):</b>                            |                         |                         |                         |                         |                         |
| (a) Basic  | -5.67                   | -0.50                   | -13.06                  | -7.16                   | -14.51                  |
| (b) Diluted  | -5.67                   | -0.50                   | -13.06                  | -7.16                   | -14.51                  |
| <b>19.ii Earnings Per Share (after extraordinary items) (of Rs.1/- each) (not annualised):</b>                             |                         |                         |                         |                         |                         |
| (a) Basic  | -5.67                   | -0.50                   | -13.06                  | -7.16                   | -14.51                  |
| (b) Diluted  | -5.67                   | -0.50                   | -13.06                  | -7.16                   | -14.51                  |

For and on behalf of the Board of Directors

Sd/-

Chennai, May 30th, 2015

R. Vijaykumar  
Chairman & Managing Director

**STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2015**

**Part I - FINANCIAL INFORMATION**

**Statement of Standalone & Consolidated Audited Results for the Quarter and Year Ended March 31, 2015**

Rs. In Lakhs

| Particulars   | Consolidated  |             |             |             |             |
|---|---------------|-------------|-------------|-------------|-------------|
|   | Quarter ended |             |             | Year ended  |             |
|   | 31-Mar-15     | 31-Dec-14   | 31-Mar-14   | 31-Mar-15   | 31-Mar-14   |
| <b>(Refer Notes Below)</b>  | (Audited)     | (Unaudited) | (Audited)   | (Audited)   | (Audited)   |
| <b>1. Income from Operations</b>  |               |             |             |             |             |
| (a) Net Sales/Income from Operations (Net of excise duty)   | 1,349.97      | 1,407.07    | 1,041.16    | 5,006.18    | 7,089.26    |
| (b) Other Operating Income  | 635.09        | -           | -           | 635.09      | -           |
| <b>Total income from Operations (net)</b>   | 1,985.06      | 1,407.07    | 1,041.16    | 5,641.27    | 7,089.26    |
| <b>2. Expenses</b>  |               |             |             |             |             |
| (a) Cost of Materials consumed  | 894.75        | 484.64      | 334.52      | 1,932.82    | 4,258.65    |
| (b) Purchase of stock-in-trade  | -             | -           | -           | -           | -           |
| (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade   | 3,596.79      | -7.35       | 1,813.61    | 4,088.49    | 1,560.00    |
| (d) Employee benefits expense   | 598.00        | 725.92      | 850.44      | 2,568.66    | 2,437.94    |
| (e) Depreciation and amortisation expense   | 2,839.50      | 828.07      | 1,333.58    | 4,772.99    | 3,272.89    |
| (f) Other expenses  | 5,056.86      | 114.17      | 896.23      | 5,311.62    | 1,492.28    |
| <b>Total Expenses</b>   | 12,985.90     | 2,145.45    | 5,228.38    | 18,674.58   | 13,021.76   |
| <b>3. Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2)</b>                  | -11,000.84    | -738.38     | -4,187.22   | -13,033.31  | -5,932.50   |
| 4. Other Income   | -             | 0.51        |             | 3.44        | 155.45      |
| <b>5. Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4)</b>                     | -11,000.84    | -737.87     | -4,187.22   | -13,029.87  | -5,777.05   |
| 6. Finance Costs  |               | 92.68       | 9.16        | 6,233.68    | 555.40      |
| <b>7. Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 + 6)</b>               | -11,000.84    | -830.55     | -4,196.38   | -19,263.55  | -6,332.45   |
| 8. Exceptional Items  | -             | -           | 48,742.23   | -           | 48,742.23   |
| <b>9. Profit / (Loss) from ordinary activities before tax (7 + 8)</b>   | -11,000.84    | -830.55     | -52,938.61  | -19,263.55  | -55,074.68  |
| 10. Tax expense   |               | -           | -566.65     | -536.91     | 566.65      |
| <b>11. Net Profit / (Loss) from ordinary activities after tax (9 + 10)</b>  | -11,000.84    | -830.55     | -52,371.96  | -18,726.66  | -54,508.03  |
| 12. Extraordinary items (net of tax ` expense ____ Lakhs)   | -             | -           | -           |             | -           |
| <b>13. Net Profit / (Loss) for the period (11 + 12)</b>   | -11,000.84    | -830.55     | -52,371.96  | -18,726.66  | -54,508.03  |
| 14. Share of Profit / (loss) of associates *  | -             | -           | -           | -           | -           |
| 15. Minority Interest*  | -             | -           | -           | -           | -           |
| <b>16. Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 + 14 + 15) *</b> | -11,000.84    | -830.55     | -52,371.96  | -18,726.66  | -54,508.03  |
| 17. Paid-up equity share capital  | 1,238.95      | 1,238.95    | 1,238.95    | 1,238.95    | 1,238.95    |
| (Face Value of the Share shall be indicated)  | Rs 1/- Each   | Rs 1/- Each | Rs 1/- Each | Rs 1/- Each | Rs 1/- Each |
| 18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year                               |               |             |             |             | 34,769.16   |
| <b>19.i Earnings Per Share (before extraordinary items)</b>   |               |             |             |             |             |
| <b>(of Rs. 1/- each) (not annualised):</b>  |               |             |             |             |             |
| (a) Basic   | -8.88         | -0.67       | -42.27      | -15.11      | -44.00      |
| (b) Diluted   | -8.88         | -0.67       | -42.27      | -15.11      | -44.00      |
| <b>19.ii Earnings Per Share (after extraordinary items)</b>   |               |             |             |             |             |
| <b>(of Rs.1/- each) (not annualised):</b>   |               |             |             |             |             |
| (a) Basic   | -8.88         | -0.67       | -42.27      | -15.11      | -44.00      |
| (b) Diluted   | -8.88         | -0.67       | -42.27      | -15.11      | -44.00      |

For and on behalf of the Board of Directors

Sd/-

Chennai, May 30th, 2015

R. Vijaykumar  
Chairman & Managing Director

**Statement of Assets and Liabilities**

Rs. In Lakhs

| Particulars                                      | Standalone              |                         | Consolidated            |                         |
|--|-------------------------|-------------------------|-------------------------|-------------------------|
|  | As at                   |                         | As at                   |                         |
|  | 31-03-2015<br>(Audited) | 31-03-2014<br>(Audited) | 31-03-2015<br>(Audited) | 31-03-2014<br>(Audited) |
| <b>A - EQUITY AND LIABILITIES:</b>               |                         |                         |                         |                         |
| <b>Shareholders' Funds:</b>                      |                         |                         |                         |                         |
| (a) Share Capital                                | 1,238.95                | 1,238.95                | 1,238.95                | 1,238.95                |
| (b) Reserves and Surplus                         | -8,066.29               | 999.02                  | -38,680.72              | -19,954.07              |
| <b>Sub-total Shareholders' Funds</b>             | <b>-6,827.34</b>        | <b>2,237.97</b>         | <b>-37,441.77</b>       | <b>-18,715.12</b>       |
|  |                         |                         |                         |                         |
| <b>Share Application Money pending allotment</b> | -                       | -                       | -                       | -                       |
|  |                         |                         |                         |                         |
| <b>Minority Interest</b>                         | -                       | -                       | -                       | -                       |
|  |                         |                         |                         |                         |
| <b>Non-Current Liabilities:</b>                  |                         |                         |                         |                         |
| (a) Long Term Borrowings                         | 6,287.11                | 6,704.48                | 21,852.84               | 26,493.05               |
| (b) Deferred Tax Liabilities (Net)               | 5.67                    | 285.47                  | 65.91                   | 635.76                  |
| (c) Other Long Term Liabilities                  | -                       | -                       | -                       | -                       |
| (d) Long Term Provisions                         | -                       | -                       | -                       | -                       |
| <b>Sub-total Non-Current Liabilities</b>         | <b>6,292.78</b>         | <b>6,989.95</b>         | <b>21,918.75</b>        | <b>27,128.81</b>        |
|  |                         |                         |                         |                         |
| <b>Current Liabilities:</b>                      |                         |                         |                         |                         |
| (a) Short Term Borrowings                        | 10,750.00               | 12,713.28               | 12,610.25               | 16,151.40               |
| (b) Trade Payables                               | 1,015.80                | 1,549.40                | 1,967.41                | 3,294.95                |
| (c) Other Current Liabilities                    | 4,461.68                | 1,599.78                | 7,477.86                | 3,170.24                |
| (d) Short Term Provisions                        | 390.61                  | 1,495.08                | 451.52                  | 1,804.17                |
| <b>Sub-total Current Liabilities</b>             | <b>16,618.09</b>        | <b>17,357.55</b>        | <b>22,507.05</b>        | <b>24,420.76</b>        |
|  | <b>22,910.86</b>        | <b>24,347.49</b>        | <b>44,425.78</b>        | <b>51,549.57</b>        |
| <b>Total</b>                                     | <b>16,083.52</b>        | <b>26,585.47</b>        | <b>6,984.01</b>         | <b>32,834.45</b>        |
|  |                         |                         |                         |                         |
| <b>B - ASSETS</b>                                |                         |                         |                         |                         |
| <b>Non-Current Assets:</b>                       |                         |                         |                         |                         |
| (a) Fixed Assets                                 | 916.21                  | 3,507.44                | 1,561.13                | 6,295.07                |
| (b) Goodwill on Consolidation                    |                         |                         | -                       | -                       |
| (c) Non-Current Investments                      | 5,383.63                | 5,383.63                | 10.00                   | 10.00                   |
| (d) Deferred Tax Assets (Net)                    | -                       | -                       | -                       | -                       |
| (e) Long Term Loans and Advances                 | -                       | -                       | -                       | -                       |
| (f) Other Non-Current Assets                     | -                       | -                       | -                       | -                       |
| <b>Sub-total Non-Current Assets</b>              | <b>6,299.84</b>         | <b>8,891.07</b>         | <b>1,571.13</b>         | <b>6,305.07</b>         |
|  |                         |                         |                         |                         |
| <b>Current Assets:</b>                           |                         |                         |                         |                         |
| (a) Current Investments                          | -                       | -                       | -                       | -                       |
| (b) Inventories                                  | 70.27                   | 4,158.76                | 1,043.23                | 5,198.07                |
| (c) Trade Receivables                            | 1,773.62                | 2,520.01                | 2,112.62                | 9,464.24                |
| (d) Cash and Cash Equivalents                    | 1.59                    | 1.18                    | 3.91                    | 47.32                   |
| (e) Short Term Loans and Advances                | 5,971.95                | 6,988.85                | 155.25                  | 7,427.30                |
| (f) Other Current Assets                         | 1,966.25                | 4,025.63                | 2,097.87                | 4,392.45                |
| <b>Sub-total Current Assets</b>                  | <b>9,783.68</b>         | <b>17,694.41</b>        | <b>5,412.87</b>         | <b>26,529.38</b>        |
| <b>Total</b>                                     | <b>16,083.52</b>        | <b>26,585.47</b>        | <b>6,984.00</b>         | <b>32,834.45</b>        |

For and on behalf of the Board of Directors

Sd/-

Chennai, May 30th, 2015

R. Vijaykumar  
Chairman & Managing Director

| <b>Part II - SHAREHOLDERS' INFORMATION</b>   |               |            |            |            |            |
|--|---------------|------------|------------|------------|------------|
| <b>Shareholders Information for the Quarter and Year Ended March 31, 2015</b>            |               |            |            |            |            |
| Particulars  | Quarter ended |            |            | Year ended |            |
|  | 31-Mar-15     | 31-Dec-14  | 31-Mar-14  | 31-Mar-15  | 31-Mar-14  |
| <b>A PARTICULARS OF SHAREHOLDING</b>   |               |            |            |            |            |
| 1. Public Shareholding   |               |            |            |            |            |
| - Number of Shares   | 832,81,173    | 778,23,650 | 778,23,650 | 832,81,173 | 778,23,650 |
| - Percentage of shareholding   | 67.22%        | 62.81%     | 62.81%     | 67.22%     | 62.81%     |
| <b>2. Promoters and Promoter Group Shareholding</b>                                      |               |            |            |            |            |
| <b>**</b>  |               |            |            |            |            |
| <b>a) Pledged/ Encumbered</b>  |               |            |            |            |            |
| - Number of Shares   | 309,03,478    | 339,11,001 | 339,11,001 | 309,03,478 | 339,11,001 |
| - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 76.09%        | 73.61%     | 73.61%     | 76.09%     | 73.61%     |
| - Percentage of shares (as a % of the total share capital of the company)                | 24.94%        | 27.37%     | 27.37%     | 24.94%     | 27.37%     |
| <b>b) Non-Encumbered</b>   |               |            |            |            |            |
| - Number of Shares   | 97,10,052     | 121,60,052 | 121,60,052 | 97,10,052  | 121,60,052 |
| - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 23.91%        | 26.39%     | 26.39%     | 23.91%     | 26.39%     |
| - Percentage of shares (as a % of the total share capital of the company)                | 7.84%         | 9.81%      | 9.81%      | 7.84%      | 9.81%      |

| Particulars                                    | Quarter ended         |
|--|-----------------------|
|  | <b>March 31, 2015</b> |
| <b>B. INVESTOR COMPLAINTS</b>                  |                       |
| 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 May 30, 2015.
2. Segment wise reporting is not applicable as the Company operates in a 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

Sd/-

Chennai, May 30th, 2015

R. Vijaykumar  
Chairman & Managing Director



V. VISWANATHAN ACA, LCS  
V VISWANATHAN & ASSOCIATES  
CHARTERED ACCOUNTANTS

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May 30, 2015

The Board of Directors,  
M/s. Gemini Communication Limited,  
Chennai

**Auditor's report on Audited Financial Results of Gemini Communication Limited –  
Pursuant to the Clause 41 to the Listing Agreement**

We have audited the Quarterly Financial Results of Gemini Communication Limited for the quarter ended on March 31, 2015 and the year to date financial results for the period from April 01, 2014 to March 31, 2015, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding "Public Shareholding" and "Promoter and Promoter Group Shareholding" which have been traced from disclosures made by the management and have not been audited by us. These quarterly financial results as well as the year to date financial results have been prepared on the basis of the interim financial results, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also results assessing the accounting principles used and significant estimates made by the management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and accounting to the explanations given to us, these quarterly financial results as well as the year to date audited financial results:

- (i) are presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard; and
- (ii) give a true and fair view of the net profit / loss and other financial information for the quarter ended on March 31, 2015 as well as the year to date results for the period from April 01, 2014 to March 31, 2015.





V. VISWANATHAN ACA, LCS  
V VISWANATHAN & ASSOCIATES  
CHARTERED ACCOUNTANTS

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Chennai - 600 008. Ph : 044-3006 2292  
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Further, we also report that we have, on the basis of the books of accounts and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

Place: Chennai  
Date: May 30, 2015



V. VISWANATHAN & ASSOCIATES  
Chartered Accountants

*Viswanathan V*  
Viswanathan  
M.No. 228990  
FRN: 0137135