

INDEPENDENT AUDITORS' REVIEW REPORT TO THE BOARD OF DIRECTORS OF REDINGTON (INDIA) LIMITED

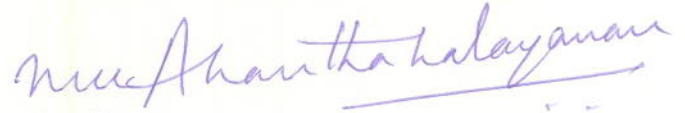
1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of REDINGTON (INDIA) LIMITED ("the Company") and Consolidated Unaudited Financial Results of the Company and its subsidiaries (the Company and its subsidiaries constitute "the Group") and its share of the loss of an associate and its subsidiary for the Quarter Ended June 30, 2014 ("the Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 6 below. 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 the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", 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 Statement is 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.
3. The Statement, to the extent it relates to the Consolidated Unaudited Financial Results, includes the results of fifty Direct and step-down subsidiaries and of an associate and its subsidiary of the Company as detailed in the Annexure to this Independent Auditors' Review Report.
4. We did not review the interim financial results of fifty Direct and step-down subsidiaries included in the Consolidated Unaudited Financial Results, whose interim financial results for the Quarter Ended June 30, 2014 reflect total revenues of Rs. 449,571 Lakhs and total profit after tax of Rs. 4,805 Lakhs, as considered in the Consolidated Unaudited Financial Results. The Consolidated Unaudited Financial Results also include the Group's share of loss after tax of Rs Nil for the Quarter Ended June 30, 2014, in respect of an Associate, whose interim financial results have not been reviewed by us.

These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and our report on the Statement, in so far as it relates to the amounts and disclosures included in respect of these fifty Direct and step-down subsidiaries and an associate and its subsidiary, is based solely on the reports of the other auditors.



5. Based on our review conducted as stated above and based on the consideration of the reports of the other auditors referred to in paragraph 4 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards specified under the Companies Act, 1956 (which are deemed to be applicable as per 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, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the Stock Exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements from the details furnished by the Management for the Quarter Ended June 30, 2014 and the particulars relating to investor complaints disclosed in Part II - Select Information of the Statement for the Quarter Ended June 30, 2014 from the details furnished by the Registrars.

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



M. K. Ananthanarayanan
Partner
(Membership No. 19521)

Chennai, July 31, 2014



Annexure as referred in paragraph 3 in the Independent Auditors' Review Report dated July 31, 2014

The Statement includes the results of the following entities (as at June 30, 2014):

A. Direct Subsidiaries:

1. Redington International Mauritius Limited
2. Redington Distribution Pte. Limited
3. Nook Micro Distribution Limited
4. Cadensworth (India) Limited
5. ProConnect Supply Chain Solutions Limited
6. Ensure Support Services (India) Limited

B. Step-down Subsidiaries

7. Redington Gulf FZE
8. Redington Turkey Holdings S.A.R.L.
9. Redington Egypt Ltd
10. Redington Nigeria Ltd
11. Redington Gulf & Co. LLC
12. Redington Kenya Ltd
13. Cadensworth FZE
14. Redington Middle East LLC
15. Ensure Services Arabia LLC
16. Redington Africa Distribution FZE
17. Redington Qatar WLL
18. Ensure Services Bahrain SPC
19. Redington Qatar distribution WLL
20. Redington Limited
21. Redington Kenya (EPZ) Ltd
22. Africa Joint Technical Services
23. Redington Uganda Ltd
24. RGF Private Trust Company Limited
25. Cadensworth UAE LLC
26. Redington Tanzania Limited
27. Redington Morocco Limited
28. Redington Angola Limited
29. Ensure IT services PTY LTD
30. Redington Gulf FZE, Iraq
31. Arena Bilgisayar Sanayi Ve Ticaret Anonim Şirketi
32. Arena International FZE
33. Redington Bangladesh Limited
34. Redington SL (Private) Limited
35. Redington Rwanda Limited
36. Redington Kazakhstan LLP
37. Ensure Gulf FZE
38. Ensure Technical Services (PTY) LTD
39. Ensure Middle East Trading LLC



Annexure as referred in paragraph 3 in the Independent Auditors' Review Report dated July 31, 2014

40. Ensure Solutions Nigeria Limited
41. Ensure Technical Services Kenya Limited
42. Ensure Services Uganda Limited
43. Ensure Technical Services Tanzania Limited
44. Sesonet Teknoloji Elelektronik Ve Bılısım Hizmetleri Sanayı Ve Ticaret Limited Sirketi
45. Ensure Supply Chains Logistics LLC
46. Ensure Ghana Limited
47. Ensure Technical Services Morocco Limited
48. Ensure Digital FZ - LLC
49. ADEO Bilisim Danismanlik Hizmetleri San. Ve Tic. A.S
50. Redington Senegal Limited SARL

C. Associate and its Subsidiary

51. Redington (India) Investments Limited
52. Currents Technology Retail (India) Limited



Part I
Statement of Standalone/Consolidated Unaudited Financial Results for the Quarter Ended June 30, 2014

Particulars	Standalone				Consolidated				Previous Year ended March 31, 2014 (Audited)
	Quarter Ended		June 30, 2013 Unaudited	Previous Year ended March 31, 2014 (Audited)	Quarter Ended		June 30, 2013 Unaudited		
	June 30, 2014 Unaudited	March 31, 2014 (Refer Note 8(iii)) Unaudited			June 30, 2014 Unaudited	March 31, 2014 (Refer Note 8(iii)) Unaudited			
(1) Income from operations	267,970	316,609	255,347	1,125,646	715,586	811,531	602,009	2,793,479	
(a) Net Sales / Income from Operations	-	5	2	16	1	8	3	30	
(b) Other Operating Income	267,970	316,614	255,349	1,125,662	715,587	811,539	602,012	2,793,509	
Total Income from operations									
(2) Expenses	272,292	290,466	243,713	1,067,331	709,026	769,296	607,970	2,664,127	
(a) Purchase of stock-in-trade	(16,558)	7,686	(3,127)	(5,862)	(31,092)	(3,673)	(42,413)	(33,209)	
(b) Changes in inventories of stock-in-trade	1,965	2,298	2,504	10,130	10,903	10,500	9,478	41,056	
(c) Employee benefits expense	301	312	240	1,060	1,012	1,018	830	3,850	
(d) Depreciation and amortisation expense	5,082	7,646	6,522	25,143	13,936	16,259	13,806	55,987	
(e) Other expenses	263,082	308,408	249,852	1,097,802	703,785	793,400	589,671	2,731,811	
Total Expenses	4,888	8,206	5,497	27,860	11,802	18,139	12,341	61,698	
(3) Profit from Operations before Other Income and Finance costs (1-2)	-	-	1,510	2,089	-	-	1,142	-	
(4) Other Income	2,047	1,228	501	2,714	3,032	2,266	1,142	6,413	
(a) Dividend from Subsidiaries	6,935	9,434	7,508	32,663	14,834	20,405	13,483	68,111	
(b) Others	1,661	1,700	1,943	7,695	3,988	4,199	4,427	18,693	
(5) Profit before Finance costs and before Tax (3+4)	5,274	7,734	5,565	24,968	10,846	16,206	9,056	49,418	
(6) Finance costs	-	6,576	-	6,576	-	(907)	-	(907)	
(7) Profit from Ordinary activity before Exceptional items (5-6)	5,274	14,310	5,565	31,544	10,846	15,299	9,056	48,511	
(8) Exceptional items	1,544	2,387	1,433	7,565	2,311	3,549	2,701	12,718	
Profit/(Loss) on sale of Long-term investment	3,730	11,923	4,132	23,979	8,535	11,750	6,355	35,793	
(9) Profit before Tax (7+8)	-	-	-	-	-	(843)	(270)	-	
(10) Tax Expense (Refer note 6)	3,730	11,923	4,132	23,979	8,535	11,750	6,355	35,793	
(11) Profit after Tax (9-10)	3,730	11,923	4,132	23,979	8,535	11,750	6,355	35,793	
(12) Share of loss of Associate	-	-	-	-	-	(445)	(270)	(2,129)	
(13) Minority interest	3,730	11,923	4,132	23,979	8,535	11,750	6,355	35,793	
(14) Net Profit after taxes, minority interest and share of loss of associate (11+12+13)	7,991	7,990	7,986	23,979	7,692	11,305	6,085	33,664	
(15) Paid-up equity share capital (Face Value - ₹ 2/- per share)	7,991	7,990	7,986	23,979	7,692	11,305	6,085	33,664	
(16) Reserve excluding Revaluation Reserves (NIL) as per balance sheet of previous accounting year				118,685				194,140	
(17) Earnings per share (Face Value - ₹ 2/- per share) (not annualized for quarters)	0.93	2.99	1.04	6.01	1.93	2.83	1.52	8.43	
(a) Basic	0.93	2.98	1.03	6.00	1.92	2.83	1.52	8.42	
(b) Diluted									



Rs

Particulars	Quarter Ended			Previous Year ended March 31, 2014
	June 30, 2014	March 31, 2014	June 30, 2013	
A Particulars of Shareholding				
(1) Public Shareholding				
- Number of shares	315,545,418	315,454,518	315,250,268	315,454,518
- Percentage of shareholding	79	79	79	79
(2) Promoters and Promoter Group Shareholding				
a) Pledged / Encumbered	NIL	NIL	NIL	NIL
b) Non Encumbered	84,027,302	84,027,302	84,027,302	84,027,302
- Number of shares	100	100	100	100
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	21	21	21	21
- Percentage of shares (as a % of the total share capital of the company)				

Particulars	Quarter Ended June 30, 2014	
	June 30, 2014	March 31, 2014
B INVESTOR COMPLAINTS		
Pending at the beginning of the Quarter	NIL	NIL
Received during the Quarter	NIL	NIL
Disposed of during the Quarter	NIL	NIL
Remaining unresolved at the end of the Quarter	NIL	NIL

₹ in Lakhs

Segment wise Consolidated Revenue, Results and Capital Employed for the Quarter Ended June 30, 2014

Particulars	Quarter Ended			Previous Year ended March 31, 2014 (Audited)
	June 30, 2014 Unaudited	March 31, 2014 (Refer Note 8(ii)) Unaudited	June 30, 2013 Unaudited	
Segment Revenue (net sales / income)				
India	289,649	342,906	272,858	1,201,211
Overseas	426,615	469,894	333,261	1,600,602
Total	716,264	812,800	606,119	2,801,813
Less: Inter Segment Revenue	677	1,261	4,107	8,304
Income from operations	715,587	811,539	602,012	2,793,509
Segment Results (Profit before tax and interest)				
India	7,797	10,655	7,775	37,355
Overseas	7,037	9,750	5,708	30,756
Total profit before Finance costs, Exceptional items and Tax	14,834	20,405	13,483	68,111
Less: Interest	3,988	4,199	4,427	18,693
Total Profit before Exceptional items and tax	10,846	16,206	9,056	49,418
Less: Exceptional item	-	(907)	-	(907)
Loss on sale of Long-term investment	-	-	-	-
Total Profit before tax from operations	10,846	15,299	9,056	48,511
	As at			
Capital Employed (Segment Assets minus Segment Liabilities)				
India	82,953	82,699	81,125	82,699
Overseas	136,874	129,792	104,504	129,792
Total	219,827	212,491	185,629	212,491



Place: Chennai
Date: July 31, 2014

For Rectington (India) Limited

R. Srinivasan
R. Srinivasan
Managing Director

Redington (India) Limited

Notes to Statement of Consolidated Unaudited Financial Results for the Quarter Ended June 30, 2014

1. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on July 31, 2014.
2. Redington (India) Limited ("the Company") and its fifty subsidiaries as at June 30, 2014 (including 46 overseas subsidiaries and step-down subsidiaries) operate in India, Middle East, Turkey, Africa and other South Asian countries. The Company and its subsidiaries are engaged mainly in Information Technology product distribution business besides supply chain solutions and after sales service of Information technology products.

As the revenue from the overseas operations constitutes more than 10% of the total revenue, geographical segment has been considered as primary segment in consolidated segment results.

3. During the Quarter,
 - i. The Company has made an additional equity investment of USD 5 Million (₹2,924.63 Lakhs) in its wholly-owned subsidiary Redington International Mauritius Limited in May 2014.
 - ii. Redington Senegal Limited SARL, a wholly owned overseas step-down subsidiary was incorporated in Senegal and has commenced its operations in June 2014.
 - iii. The Company has in April 2014, transferred the fixed assets and inventories of the after sales support services to its wholly owned subsidiary Ensure Support Services (India) Limited formed for this purpose.
4. During the Quarter, 67,840 equity shares of ₹2/- each, at a premium of ₹24/- per share and 23,060 equity shares of ₹2/- each, at a premium of ₹77.30/- per share were allotted to employees under the ESOP Scheme. Consequently the share capital has increased by ₹1.82 Lakhs. 179,466 options were outstanding to be exercised as on June 30, 2014.
5. Other income for the quarter includes profit of ₹1,215 Lakhs on disposal of an asset.
6. Tax expense comprises of Current tax and Deferred tax. Tax on Distribution of Dividend for the year ended March 31, 2014 will be appropriated from Reserves and Surplus in the Balance Sheet.



Rs

7. The Income Tax Assessment for the Accounting Year ended on March 31, 2009 was completed in January 2014 resulting in a tax demand of ₹129 Crores (besides interest of ₹78 Crores) mainly on account of tax on Capital Gain arising from Transfer of Company's investment in an overseas subsidiary to another overseas step-down subsidiary in November 2008 and other demands on transfer pricing related disallowances. The Company preferred an appeal against the said demand before the Income Tax Appellate Tribunal. The Appeal has been disposed off entirely in favour of the Company. In view of this favourable disposal of the said appeal the amount of ₹22 Crores paid under protest would be refundable to the Company together with mandatory interest.
8. (i). The figures of the previous periods have been regrouped wherever necessary to conform to classification of the current Quarter.
- (ii). Figures for the Quarter ended March 31, 2014 are the balancing figures between the audited figures in respect of the full financial year ended March 31, 2014 and the published year-to-date unaudited figures up to the third Quarter Ended December 31, 2013.
- (iii). Consequent to sale of the Company's investment in its erstwhile wholly owned subsidiary Easyaccess Financial Services Limited in the fourth Quarter of the financial year ended March 31, 2014, the figures of current Quarter are not comparable with those relating to Quarters Ended June 30, 2013 and March 31, 2014.
9. Company continues to adopt the same depreciation rates as in earlier years, based on the effective life of each category of assets as estimated by the management and these rates are however higher than the rates prescribed under Schedule II to the Companies Act, 2013 .
10. Summarized Standalone financial results of the Company for the Quarter Ended June 30, 2014 are as under:

₹ in Lakhs

	Unaudited			Audited
	Quarter ended June 30, 2014	Quarter ended March 31, 2014 (Refer Note 8(ii))	Quarter ended June 30, 2013	Year ended March 31, 2014
Income from Operations	267,970	316,614	255,349	1,125,662
Dividend Income from Subsidiaries	-	-	1,510	2,089
Exceptional item-Profit on sale of Long-term Investments	-	6,576	-	6,576
Other Income	2,047	1,228	501	2,714
Profit Before Tax	5,274	14,310	5,565	31,544
Profit After Tax	3,730	11,923	4,132	23,979



Rs

11. A Limited Review of the standalone and consolidated financial results of the Company has been carried out by the statutory auditors. A similar review of the financial results of the overseas and Indian subsidiaries and an associate has been conducted by the respective statutory auditors.
12. The Standalone financial results of the Company for the Quarter Ended June 30, 2014 have been filed with the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) and are available in Company's website www.redingtonindia.com.

For Redington (India) Limited

R. Srinivasan

R.Srinivasan
Managing Director

Place: Chennai
Date: July 31, 2014

