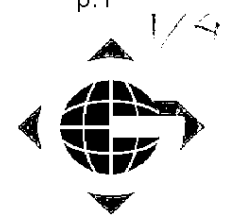


Genesys International Corporation Ltd.



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May 29, 2012

BSE Limited
Corporate Relationship Department
 P.J. Towers,
 Dalal Street, Fort,
 Mumbai - 400 001
 Ph: 22721233, Fax: 22723121/3719

Dear Sir,

Sub: Annual Accounts and Audited Financial Results for the year ended March 31, 2012 and Recommendation of Dividend

Scrip Code: 506109

We wish to inform you that the Board of Directors of the Company at its Meeting held on Tuesday, May 29, 2012 has accorded its approval / consent for the following:

1. Annual Accounts of the Company for the year ended March 31, 2012:

The Board of Directors of the Company has approved and signed the Annual Accounts of the Company for the year ended March 31, 2012. The details as required under Clause 20 of the Listing Agreement are mentioned herein below.

| Sr. No. | Particulars | (Rs.in lakhs) | |
|---------|--|------------------------|------------------------|
| | | 2011-2012 (Audited) | 2010-2011 (Audited) |
| (i) | Income from Operations | 9,598.72 | 9,484.88 |
| (ii) | Operating Profit before Depreciation, Finance costs & Taxes | 4,589.02 | 5746.88 |
| (iii) | Less: Provision for depreciation and amortization | 1151.35 | 655.31 |
| (iv) | Less: Finance Costs | 29.62 | 4.23 |
| (v) | Operating Profit before Tax | 3408.05 | 5,087.34 |
| (vi) | Less: Exceptional Items | 1,568.06 | 396.18 |
| (vii) | Profit before Tax | 1839.99 | 4,691.16 |
| (viii) | Less: Current Tax | 240.00 | 28.00 |
| (ix) | Less: Deferred Tax | (44.60) | (13.47) |

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| | | | |
|--------|---------------------------------------|-----------|-----------|
| (x) | Less: Tax adj. for earlier years | - | (44.28) |
| (xi) | Net Profit After Tax | 1,644.59 | 4,720.91 |
| (xii) | Proposed Dividend | 373.09 | 373.09 |
| (xiii) | Dividend Distribution Tax | 60.52 | 60.52 |
| (xiv) | Amount transferred to General Reserve | 175.00 | 600.00 |
| (xv) | Balance carried to Balance Sheet | 1035.98 | 3687.30 |
| (xvi) | Reserves and Surplus | 14,046.69 | 12,835.72 |

2. Dividend:

The Board of Directors of the Company at its meeting held today have proposed, subject to the approval of Shareholders at the ensuing Annual General Meeting a dividend of Rs. 1.25 per Equity Share of Rs. 5/- each (25%). The Dividend if approved at the Annual General Meeting will be credited/ dispatched on or before September 24, 2012.

3. Audited Financial Results for the year ended March 31, 2012

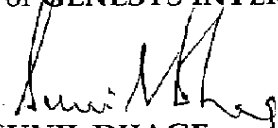
The copy of the Audited Financial Results of the Company for the year ended March 31, 2012 in the format as prescribed under Clause 41 of the Listing Agreement, duly approved by the Board of Directors of the Company at its Meeting held on May 29, 2012, is enclosed herewith.

We request you to take the aforesaid information on record, pursuant to the provisions of Clause 20 and Clause 41 of the Listing Agreement.

Thanking you,

Yours sincerely,

For **GENESYS INTERNATIONAL CORPORATION LIMITED**


SUNIL DHAGE
 COMPANY SECRETARY

Genesys International Corporation Ltd.



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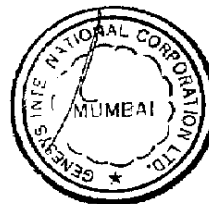
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AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED MARCH 31, 2012

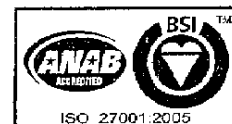
(₹ in lacs)

| PART I | Particulars | Quarter ended, | | | Year ended, | |
|--------------------------------------|--|-----------------|-----------------|-----------------|-----------------|-----------------|
| | | 31-Mar-12 | 31-Dec-11 | 31-Mar-11 | 31-Mar-12 | 31-Mar-11 |
| | | (Unaudited) | | | (Audited) | |
| 1 | Income from operations | | | | | |
| | Net Sales / Income from operations | 1,720.04 | 1,470.36 | 2,373.13 | 9,598.72 | 9,484.88 |
| | Total income from operations | 1,720.04 | 1,470.36 | 2,373.13 | 9,598.72 | 9,484.88 |
| 2 | Expenses | | | | | |
| | a) Employees Cost | 729.15 | 767.23 | 769.95 | 3,242.46 | 2,458.29 |
| | b) Depreciation and Amortisation Expense | 293.74 | 280.57 | 258.88 | 1,151.35 | 655.31 |
| | c) Other Expenditure | 427.07 | 460.23 | 375.54 | 1,989.96 | 1,552.09 |
| | Total expenses | 1,449.96 | 1,508.03 | 1,404.37 | 6,383.77 | 4,665.69 |
| | Profit from Operations before other income, finance costs & exceptional items (1-2) | 270.08 | (37.67) | 968.76 | 3,214.95 | 4,819.19 |
| 4 | Other Income | 44.82 | 43.30 | 74.48 | 222.72 | 272.38 |
| | Profit from ordinary activities before finance costs & exceptional items (3+4) | 314.90 | 5.63 | 1,043.24 | 3,437.67 | 5,091.57 |
| 6 | Finance Costs | 17.76 | 3.54 | 3.98 | 29.62 | 4.23 |
| 7 | Profit after finance costs but before exceptional items (5-6) | 297.14 | 2.09 | 1,039.26 | 3,408.05 | 5,087.34 |
| 8 | Exceptional Items | 1,061.71 | - | 396.18 | 1,568.06 | 396.18 |
| 9 | Profit from ordinary activities before Tax (7-8) | (764.57) | 2.09 | 643.08 | 1,839.99 | 4,691.16 |
| 10 | Tax Expense | | | | | |
| | - Current Tax | (273.00) | - | (2.67) | 240.00 | 28.00 |
| | - Deferred Tax | (37.44) | - | (0.27) | (44.60) | (13.47) |
| | - Tax Adj. for earlier years | - | - | (37.83) | - | (44.28) |
| 11 | Net Profit from ordinary activities after Tax (9-10) | (454.13) | 2.09 | 683.85 | 1,644.59 | 4,720.91 |
| 12 | Extraordinary Items | - | - | - | - | - |
| 13 | Net Profit for the period (11-12) | (454.13) | 2.09 | 683.85 | 1,644.59 | 4,720.91 |
| 14 | Paid-up Equity Share Capital (Face value of Rs. 5/- each) | 1,492.38 | 1,492.38 | 1,492.38 | 1,492.38 | 1,492.38 |
| 15 | Reserves excluding revaluation reserves | | | | 14,046.69 | 12,835.72 |
| 16.i | Earnings per Share before extraordinary items (weighted average) | | | | | |
| | Basic EPS (Not Annualised) | (1.52) | 0.01 | 2.29 | 5.51 | 15.82 |
| | Diluted EPS (Not Annualised) | (1.52) | 0.01 | 2.29 | 5.51 | 15.82 |
| 16.ii | Earnings per Share after extraordinary items (weighted average) | | | | | |
| | Basic EPS (Not Annualised) | (1.52) | 0.01 | 2.29 | 5.51 | 15.82 |
| | Diluted EPS (Not Annualised) | (1.52) | 0.01 | 2.29 | 5.51 | 15.82 |
| PART II | | | | | | |
| A PARTICULARS OF SHAREHOLDING | | | | | | |
| 1 | Public Shareholding | | | | | |
| | - Number of Shares | 12,279,778 | 12,279,778 | 12,279,778 | 12,279,778 | 12,279,778 |
| | - Percentage of Shareholding | 41.15% | 41.15% | 41.15% | 41.15% | 41.15% |
| 2 | Promoters and promoter group Shareholding | | | | | |
| | a) Pledged/Encumbered | | | | | |
| | - Number of shares | 786,046 | 786,046 | 786,046 | 786,046 | 786,046 |
| | - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 4.47% | 4.47% | 4.47% | 4.47% | 4.47% |
| | - Percentage of shares (as a % of the total share capital of the company) | 2.63% | 2.63% | 2.63% | 2.63% | 2.63% |
| | b) Non-encumbered | | | | | |
| | - Number of shares | 16,781,688 | 16,781,688 | 16,781,688 | 16,781,688 | 16,781,688 |
| | - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 95.53% | 95.53% | 95.53% | 95.53% | 95.53% |
| | - Percentage of shares (as a % of the total share capital of the company) | 56.22% | 56.22% | 56.22% | 56.22% | 56.22% |

| Particulars | Quarter ended, |
|--|----------------|
| | 31-Mar-12 |
| B INVESTOR COMPLAINTS | |
| Pending at the beginning of the quarter | Nil |
| Received during the quarter | Nil |
| Disposed of during the quarter | Nil |
| Remaining unresolved at the end of the quarter | Nil |



Contd.....2.....



Genesys International Corporation Ltd.


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STATEMENT OF ASSETS AND LIABILITIES

-2-

| Particulars | Year ended March 31, | |
|--|----------------------|-------------------|
| | 2012 (Audited) | 2011 (Audited) |
| A EQUITY AND LIABILITIES | | |
| 1 Shareholders' Fund | | |
| (a) Share Capital | 1,492.38 | 1,492.38 |
| (b) Reserve & Surplus | 14,046.69 | 12,835.72 |
| sub total - Shareholders' fund | 15,539.07 | 14,328.10 |
| 2 Non-Current Liabilities | | |
| (a) Long-term borrowings | 157.49 | 128.52 |
| (b) Long-term provisions | 406.26 | 330.47 |
| sub total - Non-current liabilities | 563.75 | 458.99 |
| 3 Current Liabilities | | |
| (a) Trade payables | 340.30 | 83.27 |
| (b) Other current liabilities | 869.07 | 836.33 |
| (c) Short-term provisions | 683.56 | 510.98 |
| sub total - Current liabilities | 1,892.93 | 1,430.58 |
| TOTAL EQUITY AND LIABILITIES | 17,995.75 | 16,217.67 |
| B ASSETS | | |
| 1 Non-Current Assets | | |
| (a) Fixed assets | 3,235.54 | 3,987.09 |
| (b) Non-current Investments | 7,424.59 | 1,260.25 |
| (c) Deferred tax assets (net) | 113.21 | 68.61 |
| (d) Long-term loans and advances | 1,794.94 | 1,427.04 |
| sub total - Non-current assets | 12,568.28 | 6,742.99 |
| 2 Current Assets | | |
| (a) Current Investments | - | 125.00 |
| (b) Trade Receivables | 4,042.67 | 3,538.55 |
| (c) Cash and Cash Equivalents | 261.74 | 4,125.42 |
| (d) Short-term loans and advances | 1,013.10 | 746.40 |
| (e) Other current assets | 109.96 | 939.31 |
| sub total - Current assets | 5,427.47 | 9,474.68 |
| TOTAL ASSETS | 17,995.75 | 16,217.67 |

Notes:

- The Company has created its own content program in which it has achieved significant traction. The Company today has one of the richest repositories of geo content. This content is addressed to the consumer location based services market as well as enterprise and Infrastructure space.
- The Company operates only in single Primary Segment i.e. Geographical Information Systems.
- Exceptional items for the current quarter include loss on sale of long term Investments/provision for diminution in the value of investment of Rs. 577.31 lacs (current year Rs. 577.31 lacs ; previous year Rs. 396.18 lacs) and bad debts of Rs. 464.40 lacs (current year Rs. 990.75 lacs ; previous year Rs. Nil)
- The financial results for the quarter and year ended March 31, 2012 have been reviewed by the Audit Committee and thereafter, the Board of Directors at its meeting held on May 29, 2012 approved the same and its release.
- The Board of Directors have recommended, subject to the approval of shareholders, a dividend of 25% i.e. Rs. 1.25 per fully paid up equity share of Rs. 5 each aggregating to Rs. 373.09 lacs. (Previous Year Rs. 1.25 per equity share aggregating to Rs. 373.09 lacs)
- The figures for the quarter ended March 31, 2012 and the corresponding quarter ended in the previous year as reported in these financial results are the balancing figures between audited figures in respect of the full financial year and the year to date figures upto the end of the third quarter of the relevant financial year.
- During the quarter the Company has sold its entire investment in wholly owned subsidiary company M/s. Genesys International (UK) Limited. As such as on March 31, 2012 the Company has no subsidiary and accordingly only standalone financial results are published.
- The financial statements for the year ended March 31, 2012 have been prepared as per circular issued by the Securities & Exchange Board of India (SEBI) to comply with Revised Schedule VI of the Companies Act, 1956. Accordingly Current / Previous period figures have been re-grouped / re-classified, to conform to this year's classification.

For GENESYS INTERNATIONAL CORPORATION LIMITED

SAJID MALIK
CHAIRMAN & MANAGING DIRECTOR
Place: Mumbai
Dated: 29th May, 2012
