

INDEPENDENT AUDITOR'S LIMITED REVIEW REPORT

To

The Board of Directors

Allied Digital Services Ltd

Mumbai

We have reviewed the accompanying statement of unaudited financial results of Allied Digital Services Ltd. ("the Company") for the quarter and nine months ended **31st Dec, 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 provides 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 SHAH & TAPARIA

Chartered Accountants

Firm Registration No. 109463W



RAMESH PIPALAWA
PARTNER
M.No. 103840



Place : Mumbai

Date : February 12, 2016

Allied Digital Services Limited
Registered Office: Premises No.13A, 13th Floor, Earnest House, Back Bay Reclamation, NCPA Road, Block III, Nariman Point, Mumbai - 400 021

(Rs. In Lakhs)

Statement of Unaudited Financial Results for the Quarter & Nine Month ended Dec 31, 2015

Part I

| Sr. No. | Particulars | Quarter Ended | | | | Nine Month Ended | | Year Ended |
|---------|--|----------------------------|-----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|------------|
| | | 31st Dec 2015 Unaudited | 30th Sept 2015 Unaudited | 31st Dec 2014 Unaudited | 31st Dec 2015 Unaudited | 31st Dec 2014 Unaudited | 31st March 2015 Audited | |
| 1 | Income from Operations | 2,294 | 2,931 | 2,790 | 8,014 | 10,060 | 12,550 | |
| a) | Net Sales/Income from Operations (Net of excise duty) | (7) | 286 | (179) | 446 | 421 | 450 | |
| b) | Other Operating Income/Loss | 2,287 | 3,217 | 2,611 | 8,460 | 10,481 | 13,000 | |
| | Total Income from Operations (net) | | | | | | | |
| 2 | Expenses | | | | | | | |
| a) | Cost of Materials consumed | 554 | 1,049 | 1,089 | 2,439 | 5,410 | 5,691 | |
| b) | Purchase of stock-in-trade | | 202 | 197 | 267 | 19 | 78 | |
| c) | Changes in inventories of finished goods, work-in-progress and stock-in-trade | (38) | 541 | 760 | 1,471 | 2,321 | 2,504 | |
| d) | Employee benefits expense | 406 | 401 | 598 | 1,208 | 1,805 | 2,395 | |
| e) | Depreciation and amortisation expense | 352 | 418 | 193 | 1,094 | 678 | 1,123 | |
| f) | Other expenses | 1,814 | 2,622 | 2,837 | 6,479 | 10,233 | 11,791 | |
| | Total Expenses | | | | | | | |
| 3 | Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2) | 472 | 595 | (226) | 1,981 | 248 | 1,209 | |
| 4 | Other income | 438 | 203 | 34 | 619 | 69 | 625 | |
| | Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4) | 910 | 798 | (192) | 2,600 | 317 | 1,834 | |
| 5 | Finance Costs | 415 | 408 | 275 | 1,353 | 1,017 | 1,619 | |
| 6 | Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6) | 495 | 390 | (467) | 1,247 | (700) | 215 | |
| 7 | Exceptional items | | | | | | | |
| 8 | Profit / (Loss) from ordinary activities before tax (7 - 8) | 485 | 390 | (467) | 1,247 | (700) | 215 | |
| 9 | Tax expense | 328 | - | - | 535 | - | 174 | |
| 10 | Net Profit / (Loss) from ordinary activities after tax (9 - 10) | 167 | 390 | (467) | 712 | (700) | 41 | |
| 11 | Extraordinary items (net of tax expense) | | | | | | | |
| 12 | Net Profit / (Loss) for the period (11 - 12) | 167 | 390 | (467) | 712 | (700) | 41 | |
| 13 | Share of Profit / (Loss) of associates | | | | | | | |
| 14 | Minority interest | | | | | | | |
| 15 | Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 - 14 - 15) | 167 | 390 | (467) | 712 | (700) | 41 | |
| 16 | Paid-up equity share capital (Face Value of Rs.5/-) | | | | | | | |
| 17 | Reserves Excluding Revaluation Reserves as per balance sheet of previous accounting year | 2,309 | 2,309 | 2,309 | 2,309 | 2,309 | 2,309 | |
| 18 | Earning per Share (before extraordinary items) (of Rs. 5/- each) (not annualised): | | | | | | | |
| 19.I | a) Basic | 0.36 | 0.84 | (1.01) | 1.54 | (1.52) | 0.08 | |
| | b) Diluted | 0.36 | 0.84 | (1.01) | 1.54 | (1.52) | 0.07 | |
| 19.II | Earning per Share (after extraordinary items) (of Rs. 5/- each) (not annualised): | | | | | | | |
| | a) Basic | 0.36 | 0.84 | (1.01) | 1.54 | (1.52) | 0.08 | |
| | b) Diluted | 0.36 | 0.84 | (1.01) | 1.54 | (1.52) | 0.07 | |

* Note - Other Operating Income Related to Exchange Gain/(loss) fluctuation

For Allied Digital Services Ltd. SERVICES LTD
MUMBAI
Director

Part II
A PARTICULARS OF SHAREHOLDING

| Sr. No. | Particulars | Quarter Ended | | | Nine Month Ended | | Year Ended | |
|---------|--|----------------------------|-----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|--|
| | | 31st Dec 2015 Unaudited | 30th Sept 2015 Unaudited | 31st Dec 2014 Unaudited | 31st Dec 2015 Unaudited | 31st Dec 2014 Unaudited | 31st March 2015 Audited | |
| 1 | Public Shareholding | | | | | | | |
| | - Number of shares | 26,039,016 | 25,998,409 | 25,878,999 | 26,039,016 | 25,878,999 | 25,998,409 | |
| | - Percentage of shareholding | 56.38% | 56.29% | 56.03% | 56.38% | 56.03% | 56.29% | |
| 2 | Promoters & promoter group Shareholding | | | | | | | |
| | - Number of shares | 2,350,000 | 2,000,000 | - | 2,350,000 | - | - | |
| a) | - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 11.66 | 10.84 | - | 11.66 | - | - | |
| | - Percentage of shares (as a % of the total share capital of the company) | 5.09 | 2.90 | - | 5.09 | - | - | |
| b) | Non-Encumbered | | | | | | | |
| | - Number of shares | 20,147,711 | 20,188,318 | 20,307,728 | 20,147,711 | 20,307,728 | 20,188,318 | |
| | - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 100% | 100% | 100% | 100% | 100% | 100% | |
| | - Percentage of shares (as a % of the total share capital of the company) | 43.62% | 43.71% | 43.97% | 43.62% | 43.97% | 43.71% | |

1,00,000

B INVESTOR COMPLAINTS

| Particulars | Quarter Ended 31st Dec 2015 |
|--|-----------------------------|
| Pending at the beginning of the quarter | 0 |
| Received during the quarter | 3 |
| Disposed of during the quarter | 3 |
| Remaining unresolved at the end of the quarter | 0 |

Allied Digital Services Limited
Segment Wise Revenue, Results and Capital Employed

| Sr. No. | Particulars | Quarter Ended | | | Nine Month Ended | | Year Ended | |
|---------|---|----------------------------|-----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|--|
| | | 31st Dec 2015 Unaudited | 30th Sept 2015 Unaudited | 31st Dec 2014 Unaudited | 31st Dec 2015 Unaudited | 31st Dec 2014 Unaudited | 31st March 2015 Audited | |
| 1 | Segment Revenue | 1,606 | 2,027 | 1,952 | 5,585 | 7,042 | 8,785 | |
| | Enterprise Computing based Solutions | 688 | 904 | 838 | 2,429 | 3,018 | 3,765 | |
| | Infrastructure Management based Solutions | 431 | 489 | (145) | 1,065 | 490 | 1,075 | |
| | Unallocated | 2,724 | 3,420 | 2,645 | 9,079 | 10,550 | 13,625 | |
| 2 | Net Segment Revenue | 114 | 144 | 146 | 404 | 528 | 659 | |
| | Profit before interest, unallocable exp. and Tax | 2,095 | 2,025 | 1,213 | 5,969 | 4,593 | 7,197 | |
| | Enterprise Computing based Solutions | 2,209 | 2,169 | 1,359 | 6,373 | 5,121 | 7,856 | |
| | Infrastructure Management based Solutions | 415 | 408 | 275 | 1,353 | 1,017 | 1,619 | |
| | Less: i) Interest | 1,299 | 1,371 | 1,551 | 3,773 | 4,804 | 6,022 | |
| | ii) Un-allocable Expenses (net of unallocable income) | 495 | 390 | (467) | 1,247 | (700) | 215 | |
| 3 | Total Profit Before Tax | 58,694 | 61,531 | 59,908 | 58,694 | 59,908 | 60,629 | |
| | Capital Employed | 58,694 | 61,531 | 59,908 | 58,694 | 59,908 | 60,629 | |
| | Total Capital Employed | 58,694 | 61,531 | 59,908 | 58,694 | 59,908 | 60,629 | |



For Allied Digital Services Ltd

Mohamed
Director

(Rs. in Lakhs)

Notes :

- 1) The above results were reviewed by the Audit Committee and taken on record at the meeting of the Board of Directors of the Company held on February 12, 2016.
- 2) The Statutory Auditors of the company have carried out a Limited Review of the results for the Quarter ended December 31, 2015.
- 3) Data related to shareholding pertains to parent company only.
- 4) Figures for the corresponding period / previous year have been rearranged and regrouped wherever necessary.

Place: Mumbai
Date: February 12, 2016

By order of the Board
For Allied Digital Services Limited



Prakash D Shah

Prakash D Shah
Director
DIN No.189842

Allied Digital Services Limited
Registered Office: Premises No.13A, 13th Floor, Earnest House, Back Bay Reclamation, NCPA Road, Block III, Nariman Point, Mumbai - 400 021

(Rs. in Lakhs)

Part I Statement of Unaudited Financial Results for the Quarter & Nine Month ended Dec 31, 2015

| Sr. No. | Particulars | Consolidated | | | | | Year Ended 31st March 2015 Audited |
|---------|---|----------------------------|-----------------------------|----------------------------|----------------------------|----------------------------|--|
| | | Quarter Ended | | Nine Month Ended | | 31st Dec 2014 Unaudited | |
| | | 31st Dec 2015 Unaudited | 30th Sept 2015 Unaudited | 31st Dec 2015 Unaudited | 31st Dec 2014 Unaudited | | |
| 1 | Income from Operations | 6,581 | 6,192 | 18,219 | 18,280 | 23,376 | |
| a) | Net Sales/Income from Operations (Net of excise duty) | (40) | 319 | 446 | 421 | 451 | |
| b) | Other Operating Income | 6,541 | 6,511 | 18,665 | 18,701 | 23,827 | |
| | Total Income from Operations (net) | | | | | | |
| 2 | Expenses | | | | | | |
| a) | Cost of Materials consumed | 3,819 | 3,450 | 9,862 | 10,973 | 13,007 | |
| b) | Purchase of stock-in-trade | (39) | 202 | 267 | 19 | 78 | |
| c) | Changes in inventories of finished goods, work-in-progress and stock-in-trade | 849 | 822 | 2,372 | 3,376 | 3,936 | |
| d) | Employee benefits expense | 555 | 546 | 1,646 | 2,086 | 2,770 | |
| e) | Depreciation and amortisation expense | 711 | 676 | 1,996 | 2,195 | 2,943 | |
| f) | Other expenses | 5,894 | 5,696 | 16,143 | 18,649 | 22,734 | |
| | Total Expenses | | | | | | |
| 3 | Profit / (Loss) from operations before other income, finance costs and exceptional items (1-2) | 646 | 815 | 2,522 | 52 | 1,093 | |
| 4 | Other Income | 439 | 203 | 620 | 69 | 674 | |
| | Profit / (Loss) from ordinary activities before finance costs and exceptional items (3 + 4) | 1,085 | 1,018 | 3,142 | 121 | 1,767 | |
| 5 | Finance Costs | 396 | 449 | 1,380 | 1,039 | 1,853 | |
| 6 | Profit / (Loss) from ordinary activities after finance costs but before exceptional items (5 - 6) | 689 | 569 | 1,762 | (918) | 114 | |
| 7 | Exceptional Items | - | - | - | 42 | (19) | |
| 8 | Profit / (Loss) from ordinary activities before tax (7 - 8) | 689 | 569 | 1,762 | (860) | 133 | |
| 9 | Tax expense | 404 | 63 | 721 | (107) | 164 | |
| 10 | Net Profit / (Loss) from ordinary activities after tax (9 - 10) | 285 | 506 | 1,041 | (853) | (31) | |
| 11 | Extraordinary items (net of tax expense) | - | - | - | - | - | |
| 12 | Net Profit / (Loss) for the period (11 - 12) | 285 | 506 | 1,041 | (853) | (31) | |
| 13 | Share of Profit / (loss) of associates | - | - | - | - | - | |
| 14 | Minority Interest | (22) | (24) | (64) | (43) | 31 | |
| 15 | Net Profit / (Loss) after taxes, minority interest and share of profit / (loss) of associates (13 - 14 - 15) | 263 | 482 | 977 | (896) | (0.38) | |
| 16 | Paid-up equity share capital (Face Value of Rs.5/-) | 2,309 | 2,309 | 2,309 | 2,309 | 2,309 | |
| 17 | Reserves Excluding Revaluation Reserves as per balance sheet of previous accounting year | | | | | 63,817 | |
| 18 | Earning per Share (before extraordinary items) (of Rs. 5/- each) (not annualised): | | | | | | |
| 19.i | a) Basic | 0.57 | 1.04 | 2.12 | (1.94) | (0.00) | |
| | b) Diluted | 0.57 | 1.04 | 2.12 | (1.94) | (0.00) | |
| 19.ii | Earning per Share (after extraordinary items) (of Rs. 5/- each) (not annualised): | | | | | | |
| | a) Basic | 0.57 | 1.04 | 2.12 | (1.94) | (0.00) | |
| | b) Diluted | 0.57 | 1.04 | 2.12 | (1.94) | (0.00) | |



For Allied Digital Services Ltd.
Director

Part II
A PARTICULARS OF SHAREHOLDING

| Sr. No. | Particulars | Quarter Ended | | | Nine Month Ended | | | Year Ended | |
|---------|---|------------------------------|------------------------------|------------------------------|------------------------------|------------------------------|------------------------------|----------------------------|--|
| | | 31st Dec 2015 Unaudited | 30th Sept 2015 Unaudited | 31st Dec 2014 Unaudited | 31st Dec 2015 Unaudited | 31st Dec 2014 Unaudited | 31st Dec 2014 Unaudited | 31st March 2015 Audited | |
| 1 | Public Shareholding - Number of shares - Percentage of shareholding | 26,039,016 56.38% | 25,998,409 56.29% | 25,878,999 56.03% | 26,039,016 56.38% | 25,878,999 56.03% | 25,878,999 56.03% | 25,998,409 56.29% | |
| 2 | Promoters & promoter group Shareholding | | | | | | | | |
| a) | Pledged/Encumbered - Number of shares - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 2,350,000 11.66 5.09 | 2,000,000 10.64 2.90 | - - - | 2,350,000 11.66 5.09 | - - - | - - - | 2,000,000 10.64 2.90 | |
| b) | Non-Encumbered - Number of shares - Percentage of shares (as a % of the total shareholding of promoter and promoter group) - Percentage of shares (as a % of the total share capital of the company) | 20,147,711 100% 43.62% | 20,188,318 100% 43.71% | 20,307,728 100% 43.97% | 20,147,711 100% 43.62% | 20,307,728 100% 43.97% | 20,307,728 100% 43.97% | 20,188,318 43.71% | |

B INVESTOR COMPLAINTS

| Particulars | Quarter Ended 31st Dec 2015 |
|--|-----------------------------|
| Pending at the beginning of the quarter | 0 |
| Received during the quarter | 3 |
| Disposed of during the quarter | 3 |
| Remaining unresolved at the end of the quarter | 0 |

Allied Digital Services Limited
Segment Wise Revenue, Results and Capital Employed

| Sr. No. | Particulars | Consolidated | | | Year Ended | | |
|---------|---|-----------------------------------|-----------------------------|----------------------------|----------------------------|----------------------------|----------------------------|
| | | 31st Dec 2015 Unaudited | 30th Sept 2015 Unaudited | 31st Dec 2014 Unaudited | 31st Dec 2015 Unaudited | 31st Dec 2014 Unaudited | 31st March 2015 Audited |
| 1 | Segment Revenue Enterprise Computing based Solutions Infrastructure Management based Solutions Unallocated | 4,607 1,974 399 | 2,027 4,165 522 | 1,952 3,448 (145) | 8,586 6,139 921 | 7,042 11,238 490 | 8,785 14,591 1,125 |
| | Net Segment Revenue | 6,979 | 6,714 | 5,255 | 19,285 | 18,770 | 24,501 |
| 2 | Profit before interest, unallocable exp. and Tax Enterprise Computing based Solutions Infrastructure Management based Solutions | 346 2,038 2,384 | 152 2,237 2,389 | 146 813 959 | 644 6,459 7,103 | 528 4,355 4,883 | 659 7,148 7,808 |
| | Less: i) Interest ii) Un-allocable Expenses (net of unallocable income) | 396 1,299 | 449 1,371 | 288 1,551 | 1,380 3,961 | 1,039 4,804 | 1,653 6,022 |
| 3 | Total Profit Before Tax Capital Employed Unallocable Total Capital Employed | 689 66,019 67,368 67,368 | 569 67,368 67,368 | (880) 63,170 63,170 | 1,762 66,019 66,019 | (960) 63,170 63,170 | 133 65,831 65,831 |

For Allied Digital Services



Director

A Global IT Transformation Architect.™



- Notes :
- 1) The above results were reviewed by the Audit Committee and taken on record at the meeting of the Board of Directors of the Company held on February 12, 2016.
 - 2) The Statutory Auditors of the company have carried out a Limited Review of the results for the Quarter ended December 31, 2015.
 - 3) Data related to shareholding pertains to parent company only.
 - 4) Figures for the corresponding period / previous year have been rearranged and regrouped wherever necessary.



For Allied Digital Services Limited

Place: Mumbai

Date: February 12, 2016

Prakash D Shah
Director
DIN No.189842