

SUBEX LTD					
Registered office: Adarsh Tech Park, Outer Ring Road, Devarabisanahalli, Bangalore - 560 037					
Statement of Consolidated Unaudited Results for the Quarter Ended June 30, 2012					
PART - I		(Rs. In Lakhs except per share data)			
Particulars	CONSOLIDATED				
	3 Months ended	Preceding 3 months ended	Corresponding 3 months ended	Previous year ended	
	30/06/2012	31/03/2012	30/06/2011	31/03/2012	
	Unaudited	Unaudited (Refer Note 2)	Unaudited	Audited	
1	Income From Operations				
(a)	Net Sales/ Income From Operations				
	Product & Product related	7,086	9,628	9,890	42,949
	Services	1,112	1,170	1,138	4,834
	Total Income From Operations (Net)	8,198	10,798	11,028	47,783
2	Expenses				
(a)	Cost of Hardware, Software & Services	153	244	162	870
(b)	Employee Benefits Expense and Sub-contract charges	6,342	5,463	6,591	25,358
(c)	Other Expenditure	1,769	2,123	2,224	8,588
(d)	Depreciation and Amortisation Expense	126	171	210	780
	Total Expenses	8,390	8,001	9,187	35,596
3	Profit / (Loss) From Operations before Other Income, Finance costs and Exceptional items (1-2)	(192)	2,797	1,841	12,187
4	Other Income	607	146	673	1,287
5	Profit / (Loss) From Ordinary activities before Finance costs and Exceptional items (3±4)	415	2,943	2,514	13,474
6	Finance Costs	809	1,083	1,031	4,285
7	Profit / (Loss) From Ordinary activities after Finance costs but before Exceptional items (5±6)	(394)	1,860	1,483	9,189
8	Exceptional Items (Net) (Refer Note 3)	-	325	99	5,670
9	Profit / (Loss) From Ordinary activities before Tax (7±8)	(394)	1,535	1,384	3,519
10	Tax Expense (Net)	115	16	63	335
11	Net Profit / (Loss) From Ordinary activities after Tax (9±10) (Refer Note 8 & 9)	(509)	1,519	1,321	3,184
12	Paid up Share Capital - Equity (Face value of Rs.10/-)	6,931	6,931	6,931	6,931
13	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				7,529
14	Earnings per share (before extraordinary items) (of Rs 10/- each) (not annualised in case of the three month periods):				
	Basic	(0.73)	2.19	1.91	4.59
	Diluted	(0.73)	2.18	1.48	4.59
PART - II					
A	PARTICULARS OF SHAREHOLDING				
1	Aggregate of Public shareholding:*				
	Number of shares	53,831,645	54,200,225	52,016,936	54,200,225
	Percentage of holding (to total shareholding)	77.67%	78.20%	75.05%	78.20%
2	Promoters and promoter group				
	Shareholding				
a)	Pledged/Encumbered				
	- Number of shares	7,601,801	7,601,801	6,601,801	7,601,801
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	89.71%	93.83%	81.49%	93.83%
	- Percentage of shares (as a % of the total share capital of the company)	10.97%	10.97%	9.52%	10.97%
b)	Non-encumbered				
	- Number of Shares	872,243	500,000	1,500,000	500,000
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	10.29%	6.17%	18.51%	6.17%
	- Percentage of shares (as a % of the total share capital of the company)	1.26%	0.72%	2.16%	0.72%
<i>* Total public shareholding as defined under clause 40.A of the listing agreement (excludes underlying shares for GDRs)</i>					
	Global Depository Receipts	3 Months ended 30/06/2012	Preceding 3 months ended 31/03/2012	Corresponding 3 months ended 30/06/2011	Previous year ended 31/03/2012
	- Number of underlying Equity Shares	7,005,083	7,008,746	9,192,035	7,008,746
	- Percentage of Share Holding	10.10%	10.11%	13.27%	10.11%
	Particulars	3 Months ended 30/06/2012			
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			

Notes :				
1	The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on August 9, 2012.			
2	The figures for the three months ended March 31, 2012 is the balancing figure between the audited figures for the full financial year then ended and the year to date unaudited figures published upto the nine months period ended December 31, 2011.			
3	Exceptional items comprise - Rs. In Lakhs			
	Particulars	3 Months ended 30/06/2012	Preceeding 3 months ended 31/03/2012	Corresponding 3 months ended 30/06/2011
		Unaudited	Unaudited (Refer Note 2)	Unaudited
				Previous year ended 31/03/2012
	Exchange Loss/(Gain) arising on restatement of Foreign Currency Convertible Bonds	-	325	99
	Reversal of stock compensation expenses recorded earlier pursuant to voluntary surrender of options by employees	-	-	(404)
	Gain on Sale of Assets pertaining to Activation business during the quarter ended September 30, 2011 net of Redundancy costs	-	-	(56)
	Other Redundancy costs	-	-	596
	TOTAL	-	325	99
4	During the three months ended June 30, 2012, the Company has granted 11,400 options under its ESOP 2005 scheme.			
5	Previous period / year figures have been re-grouped and/or re-arranged to conform with the current period.			
6	Summary of Key Standalone Financial results is as follows - Rs. In Lakhs			
	Particulars	3 Months ended 30/06/2012	Preceeding 3 months ended 31/03/2012	Corresponding 3 months ended 30/06/2011
		Unaudited	Unaudited (Refer Note 2)	Unaudited
				Previous year ended 31/03/2012
	Net Sales/ Income from Operations	5,717	8,132	7,648
	Profit / (Loss) from ordinary activities before tax	(863)	959	602
	Profit / (Loss) from ordinary activities after tax	(863)	1,105	492
7	Pursuant to the approval of the holders of "US\$ 180 Million 2% convertible unsecured bonds", [of which US\$ 39 Million was outstanding ("FCCBs I")] and "US\$ 98.7 Million 5% convertible unsecured bonds", [of which US\$ 54.8 was outstanding ("FCCBs II")], at their respective meetings held on July 5, 2012 and exchange offers received under the exchange offer memorandum dated June 13, 2012, holders of US\$ 38 Million out of FCCBs I and US\$ 53.4 Million out of FCCBs II offered their bonds for exchange. Consequently, new secured bonds of US\$ 127.721 million ("FCCBs III") were issued with maturity date of July 7, 2017, having a conversion price of Rs.22.79 per equity share and coupon of 5.70% p.a. payable semi-annually on the outstanding bonds. In accordance with the terms of FCCBs III, principal amount of US\$ 36.321 Million were mandatorily converted into equity shares at the aforesaid conversion price in July 2012. Further, the maturity period of the un-exchanged portion of FCCBs I of US\$ 1 Million and FCCBs II of US\$ 1.4 Million stands extended to March 9, 2017, with its other terms and conditions remaining unchanged.			
8	As permitted under the Proposal approved by the Hon'ble High Court of Karnataka, which was given effect in the year ending March 31, 2011, the Company transferred certain amounts standing to the credit of Capital Reserve to the Business Restructuring Reserve (BRR) and utilised the same for permitted utilisations as under. Had the Proposal not provided for the above accounting treatment : (Rs. In Lakhs except per share data)			
	Particulars	3 Months ended 30/06/2012	Preceeding 3 months ended 31/03/2012	Corresponding 3 months ended 30/06/2011
		Unaudited	Unaudited (Refer Note 2)	Unaudited
				Previous year ended 31/03/2012
	Loss under Exceptional Items would have been higher / (lower by)	-	(225)	-
	Net profit would have been lower/ (higher) by	-	(225)	-
	Earnings / (Loss) Per Share would have been			
	-Basic	(0.73)	2.52	1.91
	- Diluted	(0.73)	2.51	1.48
9	Pursuant to the notification dated December 29, 2011 issued by the Ministry of Corporate affairs, during the quarter ended December 31, 2011, the Company opted to adopt the transitional provisions under paragraph 46A of Accounting Standard 11 (AS 11) 'The Effects of Changes in Foreign Exchange rates' with effect from April 1, 2011. Accordingly, exchange differences arising on restatement of all long term monetary foreign currency assets and liabilities at rates different from those at which they were initially recorded or reported in previous financial statements (whichever is later) are accumulated in the Foreign Currency Monetary Item Translation Difference Account and are amortised over the balance period of such long term asset / liability. The cumulative impact of adopting the above policy upto the nine months ended December 31, 2011 was given effect to in the quarter ended December 31, 2011. Accordingly, the figures for the quarter ended June 30, 2011 disclosed in these results are as published earlier and do not consider the adoption of the above policy. The profits for the quarter ended June 30, 2011 would have been higher by Rs. 65 lakhs, had the policy been followed for the said period.			
10	Pursuant to clause 41 of the Listing Agreement, the Company has opted to publish the consolidated financial results. The standalone financial results, however, are being made available to the Stock Exchanges where the securities of the Company are listed and are also being posted on the Company's website www.subex.com .			

SEGMENT REPORTING:		(Rs. In Lakhs)			
		Consolidated			
		3 Months ended	Preceeding 3 months ended	Corresponding 3 months ended	Previous year ended
		30/06/2012	31/03/2012	30/06/2011	31/03/2012
		Unaudited	Unaudited (Refer Note 2)	Unaudited	Audited
1	Segment Revenue:				
(a)	Products & Product related	7,086	9,628	9,890	42,949
(b)	Services	1,112	1,170	1,138	4,834
		8,198	10,798	11,028	47,783
2	Segment Profit/(Loss) before tax, interest & exceptional Items				
(a)	Products & Product related	454	2,653	2,656	13,378
(b)	Services	(39)	290	(142)	96
		415	2,943	2,514	13,474
	Less: Interest (Net)	809	1,083	1,031	4,285
	Less : Other Unallocable (Income)/Expenditure & Exceptional items [Net]	-	325	99	5,670
	Profit Before Taxation	(394)	1,535	1,384	3,519
3	Details of Capital Employed				
(a)	Products & Product related				
	Segment Assets	107,525	107,176	101,824	107,176
	Segment Liabilities	14,333	16,291	15,378	16,291
(b)	Services				
	Segment Assets	1,291	1,303	1,377	1,303
	Segment Liabilities	228	184	241	184
<p><i>Certain statements in this release concerning our performance may be forward looking statements which involve risks and uncertainties that could cause actual results to vary materially from those in such statements. These risks and uncertainties include, and are not limited to, fluctuations in earnings, intense competition and success of investments.</i></p>					
By Order of the Board					
Bangalore August 9, 2012		Subash Menon Founder, Managing Director & CEO			
<i>For further details on the results, please visit our website: www.subex.com</i>					

SUBEX LTD					
Registered office: Adarsh Tech Park, Outer Ring Road, Devarabisanahalli, Bangalore - 560 037					
Statement of Standalone Unaudited Results for the Quarter Ended June 30, 2012					
PART I					
	Particulars	STANDALONE			
		3 Months ended	Preceding 3 months ended	Corresponding 3 months ended	Previous year ended
		30/06/2012	31/03/2012	30/06/2011	31/03/2012
		Unaudited	Unaudited (Refer Note 2)	Unaudited	Audited
1	Income From Operations				
(a)	Net Sales/ Income From Operations	5,717	8,132	7,648	32,901
	Total Income From Operations (Net)	5,717	8,132	7,648	32,901
2	Expenses				
(a)	Cost of Hardware, Software & Services	21	106	543	865
(b)	Employee Benefits Expense	1,802	1,717	2,202	7,892
(c)	Marketing and Allied Service Charges	3,477	3,296	2,539	11,449
(d)	Other Expenditure	860	1,158	969	3,996
(e)	Depreciation and Amortisation Expense	67	87	95	365
	Total Expenses	6,227	6,364	6,348	24,567
3	Profit / (Loss) From Operations before Other Income, Finance costs and Exceptional Items (1-2)	(510)	1,768	1,300	8,334
4	Other Income	403	561	315	1,228
5	Profit / (Loss) From Ordinary activities before Finance costs and Exceptional Items (3+4)	(107)	2,329	1,615	9,562
6	Finance Costs	756	1,045	914	4,039
7	Profit / (Loss) From Ordinary activities after Finance costs but before Exceptional Items (5+6)	(863)	1,284	701	5,523
8	Exceptional Items (Net)(Refer Note 3)	-	325	99	5,319
9	Profit / (Loss) from Ordinary activities before Tax (7 +8)	(863)	959	602	204
10	Tax Expense (Net)	-	(146)	110	(36)
11	Net Profit / (Loss) from Ordinary activities after Tax (9 ±10) (Refer Note 7 & 8)	(863)	1,105	492	240
12	Paid up Share Capital - Equity (Face value of Rs.10/-)	6,931	6,931	6,931	6,931
13	Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year				14,373
14	Earnings per share (before extraordinary items) (of Rs 10/- each) (not annualised in case of the three month periods):				
(a)	Basic	(1.25)	1.59	0.71	0.35
(b)	Diluted	(1.25)	1.59	0.67	0.35
PART II					
A	PARTICULARS OF SHAREHOLDING				
1	Aggregate of Public shareholding:*				
	Number of shares	53,831,645	54,200,225	52,016,936	54,200,225
	Percentage of shareholding (to total shareholding)	77.67%	78.20%	75.05%	78.20%
2	Promoters and promoter group shareholding				
(a)	Pledged/Encumbered				
	- Number of shares	7,601,801	7,601,801	6,601,801	7,601,801
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	89.71%	93.83%	81.49%	93.83%
	- Percentage of shares (as a % of the total share capital of the company)	10.97%	10.97%	9.52%	10.97%
(b)	Non-encumbered				
	- Number of Shares	872,243	500,000	1,500,000	500,000
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	10.29%	6.17%	18.51%	6.17%
	- Percentage of shares (as a % of the total share capital of the company)	1.26%	0.72%	2.16%	0.72%
* Total public shareholding as defined under clause 40A of the listing agreement (excludes underlying shares for GDRs)					
Global Depository Receipts		3 Months ended	Preceding 3 months ended	Corresponding 3 months ended	Previous year ended
		30/06/2012	31/03/2012	30/06/2011	31/03/2012
- Number of underlying Equity Shares		7,005,083	7,008,746	9,192,035	7,008,746
- Percentage of Share Holding		10.10%	10.11%	13.27%	10.11%
Particulars		3 Months ended			
		30/06/2012			
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			

Notes :					
1	The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on August 9, 2012.				
2	The figures for the three months ended March 31, 2012 is the balancing figure between the audited figures for the full financial year then ended and the year to date unaudited figures published upto the nine months period ended December 31, 2011.				
3	Exceptional items comprise - Rs. In Lakhs				
	Particulars	3 Months ended 30/06/2012	Preceding 3 months ended 31/03/2012	Corresponding 3 months ended 30/06/2011	Previous year ended 31/03/2012
		Unaudited	Unaudited (Refer Note 2)	Unaudited	Audited
	Exchange Loss/(Gain) arising on restatement of Foreign Currency Convertible Bonds	-	325	99	5,534
	Reversal of stock compensation expenses recorded earlier pursuant to voluntary surrender of options by employees	-	-	-	(215)
	TOTAL	-	325	99	5,319
4	During the three months ended June 30, 2012, the Company has granted 11,400 options under its ESOP 2005 scheme.				
5	Previous period / year figures have been re-grouped and/or re-arranged to conform with the current period.				
6	Pursuant to the approval of the holders of "US\$ 180 Million 2% convertible unsecured bonds", [of which US\$ 39 Million was outstanding ("FCCBs I")] and "US\$ 98.7 Million 5% convertible unsecured bonds", [of which US\$ 54.8 was outstanding ("FCCBs II")], at their respective meetings held on July 5, 2012 and exchange offers received under the exchange offer memorandum dated June 13, 2012, holders of US\$ 38 Million out of FCCBs I and US\$ 53.4 Million out of FCCBs II offered their bonds for exchange. Consequently, new secured bonds of US\$ 127.721 million ("FCCBs III") were issued with maturity date of July 7, 2017, having a conversion price of Rs.22.79 per equity share and coupon of 5.70% p.a. payable semi-annually on the outstanding bonds. In accordance with the terms of FCCBs III, principal amount of US\$ 36.321 Million were mandatorily converted into equity shares at the aforesaid conversion price in July 2012. Further, the maturity period of the un-exchanged portion of FCCBs I of US\$ 1 Million and FCCBs II of US\$ 1.4 Million stands extended to March 9, 2017, with its other terms and conditions remaining unchanged.				
7	As permitted under the Proposal approved by the Hon'ble High Court of Karnataka, which was given effect in the year ending March 31, 2011, the Company transferred certain amounts standing to the credit of Capital Reserve to the Business Restructuring Reserve (BRR) and utilised the same for permitted utilisations as under. Had the Proposal not provided for the above accounting treatment : (Rs. In Lakhs except per share data)				
	Particulars	3 Months ended 30/06/2012	Preceding 3 months ended 31/03/2012	Corresponding 3 months ended 30/06/2011	Previous year ended 31/03/2012
		Unaudited	Unaudited (Refer Note 2)	Unaudited	Audited
	Loss under Exceptional Items would have been higher by	-	2,575	-	2,575
	Net profit would have been lower by	-	2,575	-	2,575
	Earnings / (Loss) Per Share would have been				
	-Basic	(1.25)	(2.12)	0.71	(3.37)
	-Diluted	(1.25)	(2.12)	0.67	(3.37)
8	Pursuant to the notification dated December 29, 2011 issued by the Ministry of Corporate affairs, during the quarter ended December 31, 2011, the Company opted to adopt the transitional provisions under paragraph 46A of Accounting Standard 11 (AS 11) 'The Effects of Changes in Foreign Exchange rates' with effect from April 1, 2011. Accordingly, exchange differences arising on restatement of all long term monetary foreign currency assets and liabilities at rates different from those at which they were initially recorded or reported in previous financial statements (whichever is later) are accumulated in the Foreign Currency Monetary Item Translation Difference Account and are amortised over the balance period of such long term asset / liability. The cumulative impact of adopting the above policy upto the nine months ended December 31, 2011 was given effect to in the quarter ended December 31, 2011. Accordingly, the figures for the quarter ended June 30, 2011 disclosed in these results are as published earlier and do not consider the adoption of the above policy. The profits for the quarter ended June 30, 2011 would have been higher by Rs. 65 lakhs, had the policy been followed for the said period.				
9	Segment results have not been disclosed in the Standalone results since the Company operates in only one Segment viz Products and Products related business.				
<i>Certain statements in this release concerning our performance may be forward looking statements which involve risks and uncertainties that could cause actual results to vary materially from those in such statements. These risks and uncertainties include, and are not limited to, fluctuations in earnings, intense competition and success of investments.</i>					
By Order of the Board					
Bangalore					
August 9, 2012					
Subash Menon Founder, Managing Director & CEO					
<i>For further details on the results, please visit our website: www.subex.com</i>					