K.S. Reddy Associates Chartered Accountants

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Limited Review Report

To

Board of Directors of M/s. Info-Drive Software Limited

I have reviewed the accompanying financial statements, except the Profit and Loss account of Singapore Branch as certified by the management that have been included in the un-audited financial results of M/s. Info-Drive Software Limited, Chennai for the quarter ended 31st December 2011 and the year to date results for the period from 1st April 2011 to 31st December 2011 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 me. The statement is the responsibility of the Company's management which has to be approved by the Board of Directors. My responsibility is to issue a report on these financial statements based on my review.

I conducted my 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 I plan and perform the audit to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of the company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. I have not performed an audit and accordingly, I do not express an audit opinion.

Based on my review conducted as above, nothing has come to my attention that causes me to believe that the accompanying statement of un-audited 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 Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

CHENNAI 600 017

Place: Chennai Date: 14.02.2012 For K.S.Reddy Associates Chartered Accountants FRN:009013S

K.Subba Reddy (Proprietor) M.No.208754



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STAND-ALONE

Info-Drive Software Limited

Scrip Code: 530703, Scrip ID: INFDS, Symbol: INFODRIVE

Un-Audited Financial Results for the Quarter ended 31st December 2011

All Figures are Rs in Lacs except EPS and Shareholding Data

SI.Nos	Particulars		Year to date fig period / previo	Previous Accounting			
		, , , , , , , , , , , , , , , , , , , ,	Year`ended				
		31.12.11	30.09.2011 (Un			31.12.10	31.03.11
		(Un-Audited)	Audited)	Audited)	(Un-Audited)	(Un-Audited)	(Audited)
1 9	Net Sales / Income from Operations	563.44	838.80	515.62	1,818.05	1,149.23	2,062.9
b	Other Operating Income						
	Total Income (1a + 1 b)	563.44	838.80	515.62	1,818.05	1,149.23	2,062.92
2	Expenditure : Increase / decrease in stock in trade and work in						
a	progress	-					
	Consumption of traded goods/services	410.37	587.10	280.41	1,296.99		1,068.9
C	Employees cost	109.73	122.58				363.2
	Depreciation	7.69	7.38				25.50
	Other expenditure	49.11	53.15				267.2
f	Exchange Difference (net gain)	(277.52)	(301.27)		(583.91)		100.2
g		299.38	468.94	399.73	1,206.66	745.76	1,825.28
	(Any item exceeding 10% of the total expenditure						
	to be shown separately)				*		
3	Profit from operations before other income	264.06	369.86	115.89	611.39	403.47	237.6
	Interest and exceptional items (1-2)						
4	Other income	103.57	50.46	18.45	211.63	43.36	71.29
5	Profit before interest and exceptional items (3+4)	367.63	420.32	134.34	823.02	446.83	308.93
6	Interest	46.77	48.55	19.49	116.06	75.01	113.03
7	Profit after interest but before exceptional items (5-6)	320.86	371.77	114.85	706.96		195.90
8	Exceptional items		-	-		-	
9 .	Profit (+) / Loss (-) from ordinary activities before tax (7+8)	320.86	371.77	114.85	706.96	371.82	195.90
10	Tax Expenses	111,11	24.00	17.25	135.11	21.37	0.04
11	Net profit (+) / Loss (-) from ordinary activities after Tax (9-10)	209.75	347.77	97.60	571.85	350.45	195.86
12	Extra-ordinary items net of tax expense						
	Less: Prior period Adjustments (refer note 4)	101.24	(0.10)	(9.93)	101.14	(15.34)	
13	Net profit (+) / Loss (-) for the period (11-12)	108.51	347.87	107.53	470.71	365.79	195.86
14	Paid-Up Equity Share Capital	4,509.02	4,509.02	4,509.02	4,509.02	4,509.02	4,509.02
15	Reserve excluding Revaluation Reserve as per Balance Sheet of previous accounting year.	4,506.95	4,506.95	4,314.68	4,506.95	4,314.68	4,506.95
16	Earnings Per Share (EPS)						
a.	Basic and Diluted EPS before Extraordinary items						
	for the period, for the year to date and for the previous year						
	Basic	0.47	0.77	0.24	1.27	0.81	0.43
	Diluted	0.47	0.77	0.24	1.27	0.81	0.43
b.	Basic and Diluted EPS after Extraordinary items for the period for the year to date and for the previous year						
	Basic	0.47	0.77	0.24	1.27	0.81	0.43
	Diluted	0.47	0.77	0.24	1.27	0.81	0.43





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17	Public shareholding						
	- Number of shares	40,101,896	39,991,020	39,672,764	40,101,896	39,672,764	39,641,020
	- Percentage of shareholding	88.94%	88.69%	87.99%	88.94%	87.99%	87.91%
18	Promoters and promoter group						
	Shareholding						
a.	Pledged / Encumbered	Nil	Nil		Nil		Nil
	- Number of Shares			1,363,650		1,363,650	
	- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	0.00%	0.00%	25.17%	0.00%	25.17%	0.00%
	- Percentage of shares (as a % of the total share capital of the Company)	0.00%	0.00%	3.02%	0.00%	3.02%	0.00%
b.	Non-encumbered						
	- Number of Shares	4,988,324	5,099,200	4,053,806	4,988,324	4,053,806	5,449,200
	- Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	74.83%	100.00%	74.83%	100%
	- Percentage of Shares (as a % of the total share capital of the Company)	11.06%	11.31%	8.99%	11.06%	8.99%	12.09%

NOTES

- 1 The above un-audited financial results were reviewed by the Audit Committee and approved by the Board of Directors at their Meeting held on 14th February' 2012
- Figures for the corresponding previous quarter ended 31st December 2010 and year ended 31st March 2011 have been re-arranged wherever necessary to conform to the figures of the current quarter ended 31st December 2011.
- 3 <u>Limited Review</u>: The Limited Review as required under Clause 41 of the Listing Agreement has been completed and the related report forwarded to the Stock Exchanges. This report does not have any impact on the above "Results and Notes" for the quarter ended 31st December 2011
- 4 Tax provisions made for the previous quarters due to exchange gains are treated under current quarter prior period adjustment.
- The entire operations of the company are related to one segment viz., Information Technology.
- 6 With reference to investor complaints received during the quarter: No investor complaints are pending redressal.

By Order of Board fo-Drive Software Ltd.,

CHENNAI

V.N. Seshagiri Rao Director

Place Chennai

Date 14th February 2012



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		rip Code: 530703 olidated Financial				1	
		Figures are Rs in I					
.Nos		Quarter ended			Year to date fig period / previo	Previous Accounting Year ended	
		31.12.11 (Un-Audited)	30.09.11 (Un-Audited)	31.12.10 (Un-Audited)	31.12.11 (Un-Audited)	31.12.10 (Un-Audited)	31.03.11 (Audited)
1 a	Net Sales / Income from Operations	3,797.13	2,104.03	2,142.00	7,488.28	7,355.18	12,819.54
b	Other Operating Income	-	-		-		-
	Total Income (1a + 1 b)	3,797.13	2,104.03	2,142.00	7,488.28	7,355.18	12,819.54
	Expenditure:						
a.	Increase / decrease in stock in trade and work in progress	-	-		-	-	
b.	Consumption of traded goods/services	3,291.50	1,696.51	1,474.30	6,159.20	5,090.89	9,498.46
с.	Employees cost	141.09	179.85	359.42	429.24	1,047.78	1,332.75
	Depreciation	11.71	11.66	23.51	35.54	82.29	94.19
e.	Other expenditure	165.07	104.84	178.14	402.30	495.22	760.91
f.	Exchange Difference (net gain) Total	(277.52)	(301.27)	2 025 27	(583.91)	(47.25)	107.06
g.	(Any item exceeding 10% of the total expenditure to be shown separately)	3,331.85	1,691.59	2,035.37	6,442.37	6,668.93	11,793.37
	Profit from operations before other income	465.28	412.44	106.63	1,045.91	686.25	1,026.17
	Interest and exceptional items (1-2)						
	Other income	115.78	60.12	20.75	230.03	96.74	128.81
	Profit before interest and exceptional items (3+4)	581.06	472.56	127.38	1,275.94	782.99	1,154.98
	Interest	74.91	74.15	123.07	175.10	410.65	454.73
	Profit after interest but before exceptional items (5-6)	506.15	398.41	4.31	1,100.84	372.34	700.25
	Exceptional items						
	Profit (+) / Loss (-) from ordinary activities before tax (7-8)	506.15	398.41	4.31	1,100.84	372.34	700.25
	Tax Expense	125.23	24.00	17.25	149.23	21.37	10.15
	Net profit (+) / Loss (-) from ordinary activities after Tax (9-10)	380.92	374.41	(12.94)	951.61	350.97	690.10
	Extra-ordinary items net of tax expense Less: Extra-ordinary items			-	-		-
	Less: Prior Period items (refer note 5)	94.96	(0.10)	(9.93)	94.61	(15.01)	
	Less: Minority Interest	20.76	9.24	(84.98)	75.24	(5.30)	111.29
	Net profit (+) / Loss (-) for the period (11-12)	265.20	365.27	81.97	781.77	371.28	578.81
	Paid-Up Equity Share Capital	4,509.02	4,509.02	4,509.02	4,509.02	4,509.02	4,509.02
	Reserve excluding Revaluation Reserve as per Balance Sheet of previous accounting	6,152.89	6,152.89	6,796.95	6,152.89	6,796.95	6,152.89
	year. Earnings Per Share (EPS)		-				
a.	Basic and Diluted EPS before Extraordinary items for the period, for the year to date and for the previous year						
	Basic	0.84	0.81	0.18	2.11	0.82	1.28
- 1	Basic and Diluted EPS after Extraordinary items for the period for the year to date and for the previous year	0.84	0.81	0.18	2.11	0.82	1.28
	Basic	0.84	0.81	0.18	2.11	0.82	1.28
	Diluted	0.84	0.81	0.18	2.11	0.82	1.28



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17	Public shareholding		1	1						
	- Number of shares	40,101,896	39,991,020	39,672,764	40,101,896	39,672,764	39,641,020			
	- Percentage of shareholding	88.94%	88.69%	87.99%	88.94%	87.99%	87.91%			
18	Promoters and promoter group									
	Shareholding	Mal	Nil		Nil		MII			
a	Pledged / Encumbered - Number of Shares	Nil	NIL	1,363,650		1,363,650	0.00%			
-	- Percentage of shares (as a % of the total	0.00%	0.00%	25.17%		25,17%	0.00%			
	shareholding of promoter and promoter	0.00%	1	2511770	0.00%	25.17.0	0.00%			
	group)									
b	- Percentage of shares (as a % of the total share capital of the Company)	0.00%	0.00%	3.02%	0.00%	3.02%	0.008			
	Non-encumbered									
	- Number of Shares	4,988,324	5,099,200	4,053,806	4,988,324	4,053,806	5,449,200			
	 Percentage of Shares (as a % of the total shareholding of promoter and promoter group) 	100.00%	100.00%	74.83%	100.00%	74.83%	100.009			
	- Percentage of Shares (as a % of the total share capital of the Company)	11.06%	11.31%	8.99%	11.06%	8.99%	12.09%			
	NOTES:									
1	The above un-audited consolidated financial	results were revi	ewed by the Audit	Committee and	approved by the E	Board of Directors at	their Meeting			
	held on 14 th February 2012									
2	The above consolidated figures have been done based on Accounting Standard AS 21 issued by the Institute of Chartered Accountants of India (ICAI).									
a	In the case of M/s Info-Drive Systems Sdn Bh	d Kuala Lumpur	Malaysia Info-Dr	ive Software Inc	IISA Info-Drive	Software Pte Ltd S	Pore and Info-			
-	Drive Software LLC, Dubai , figures as certifi		•	•		Jordinal Cree Learly J.	ore and imo			
-										
b.	,									
	The above figures have been extracted and prepared net of Inter-Company Billings.									
3				ngs.						
3	The above consolidated results for the quar	ter ended 31 st De	cember 2011 does	ngs. not include subsi		Technoprism LLC.,				
	The above consolidated results for the quar Software Ltd., Canada, Infodrive Mauritius Lt	ter ended 31 st De	cember 2011 does	ngs. not include subsi		Technoprism LLC.,				
	The above consolidated results for the quar	ter ended 31 st Dee d, Mauritius and A	cember 2011 does Associate Company	ngs. not include subsider at Thailand for I	nfo-Drive Softwar	Technoprism LLC., e Pte Ltd, Singapore				
4	The above consolidated results for the quar Software Ltd., Canada, Infodrive Mauritius Lt no or any material transactions. Tax provisions made for the previous quarter	ter ended 31st De d, Mauritius and A	cember 2011 does Associate Company e gains are treate	ngs. not include subsider at Thailand for lead under current que	nfo-Drive Softwar	Technoprism LLC., e Pte Ltd, Singapore d adjustment.	as there are			
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www. infodriveservices.com

February 14, 2012

CERTIFICATE

This is to certify that the Un-Audited Financial Results (Both Stand alone and Consolidated) of the Company, for the Quarter Ended 31st December, 2011 do not contain any false or misleading statements or figures and do not omit any material fact which may make the statements or figures contained therein misleading.

For Info-Drive Software Limited

K.Shivakumar

Joint Managing Director

For Info-Drive Software Limited

ANL Madhavann

Chief Financial Officer