

**Mindtree Limited**  
**Balance sheet**

	Note	As at September 30, 2015	Rs in million As at March 31, 2015
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	3.1.1	838	837
Reserves and surplus	3.1.2	21,440	19,271
		<b>22,278</b>	<b>20,108</b>
Share application money pending allotment	3.1.1 (g)	4	4
<b>Non-current liabilities</b>			
Long-term borrowings	3.2.1	18	23
Other long-term liabilities	3.2.2	761	334
		<b>779</b>	<b>357</b>
<b>Current liabilities</b>			
Trade payables		187	503
Other current liabilities	3.3.1	3,803	3,443
Short-term provisions	3.3.2	1,801	2,046
		<b>5,791</b>	<b>5,992</b>
		<b>28,852</b>	<b>26,461</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
Tangible assets	3.4.1	5,016	4,507
Intangible assets	3.4.1	99	119
Capital work-in-progress		43	354
Non-current investments	3.4.2	6,060	1,113
Deferred tax assets (net)	3.4.3	514	449
Long-term loans and advances	3.4.4	1,646	1,639
Other non-current assets	3.4.5	17	17
		<b>13,395</b>	<b>8,198</b>
<b>Current assets</b>			
Current investments	3.5.1	2,710	5,343
Trade receivables	3.5.2	8,288	6,798
Cash and bank balances	3.5.3	1,987	3,669
Short-term loans and advances	3.5.4	1,188	1,448
Other current assets	3.5.5	1,284	1,005
		<b>15,457</b>	<b>18,263</b>
		<b>28,852</b>	<b>26,461</b>

Significant accounting policies and notes to the accounts 2&3

The notes referred to above form an integral part of the financial statements

As per our report of even date attached  
For **Deloitte Haskins & Sells**  
*Chartered Accountants*  
Firm Registration Number: 008072S

For **Mindtree Limited**

**V. Balaji**  
*Partner*  
Membership Number: 203685

**Subroto Bagchi**  
Chairman

**N. Krishnakumar**  
CEO & Managing Director

**Jagannathan Chakravarthi**  
Chief Financial Officer

**Vedavalli Sridharan**  
Company Secretary

Place: Bengaluru  
Date : October 15, 2015

Place: Bengaluru  
Date : October 15, 2015

**Mindtree Limited**  
**Statement of profit and loss**

Particulars	Note	Rs in million, except share and per share data			
		For the quarter ended		For the six months ended	
		September 30, 2015	September 30, 2014	September 30, 2015	September 30, 2014
Revenue from operations		10,682	8,886	20,305	17,321
Other income	3.6	191	241	556	451
<b>Total revenues</b>		<b>10,873</b>	<b>9,127</b>	<b>20,861</b>	<b>17,772</b>
<b>Expenses:</b>					
Employee benefits expense	3.7	6,300	5,190	11,876	10,047
Finance costs	3.7	2	-	2	-
Depreciation and amortisation expense	3.4.1	312	235	630	463
Other expenses	3.7	2,356	1,941	4,697	3,834
<b>Total expenses</b>		<b>8,970</b>	<b>7,366</b>	<b>17,205</b>	<b>14,344</b>
<b>Profit before tax</b>		<b>1,903</b>	<b>1,761</b>	<b>3,656</b>	<b>3,428</b>
Tax expense:	3.4.3				
Current tax		468	437	882	827
Deferred tax		(34)	(50)	(65)	(67)
<b>Profit for the period</b>		<b>1,469</b>	<b>1,374</b>	<b>2,839</b>	<b>2,668</b>
<b>Earnings per equity share</b>	3.17				
Equity shares of par value Rs 10/- each					
Basic		17.52	16.43	33.88	31.94
Diluted		17.47	16.36	33.78	31.79
Weighted average number of equity shares used in computing earnings per share					
Basic		83,801,509	83,597,764	83,776,665	83,541,410
Diluted		84,047,302	83,999,868	84,033,290	83,940,776

Significant accounting policies and notes to the accounts 2&3

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

For **Deloitte Haskins & Sells**

Chartered Accountants

Firm Registration Number: 008072S

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**V. Balaji**  
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**Mindtree Limited**  
**Cash flow statement**

	Rs in million	
	For the six months ended September 30,	
	2015	2014
<b>Cash flow from operating activities</b>		
Profit before tax	3,656	3,428
Adjustments for :		
Depreciation and amortisation	630	463
Amortization of stock compensation cost	42	95
Interest expense	2	-
Interest/ dividend income	(172)	(103)
Profit on sale of fixed assets	(11)	(6)
Profit on sale of investments	(108)	(99)
Exchange difference on derivatives	24	7
Effect of exchange differences on translation of foreign currency cash and cash equivalents	(18)	(7)
Operating profit before working capital changes	4,045	3,778
Changes in trade receivables	(1,490)	(1,237)
Changes in loans and advances and other assets	(44)	374
Changes in liabilities and provisions	(49)	241
Net cash provided by operating activities before taxes	2,462	3,156
Income taxes paid	(944)	(678)
<b>Net cash provided by operating activities</b>	<b>1,518</b>	<b>2,478</b>
<b>Cash flow from investing activities</b>		
Purchase of fixed assets	(812)	(968)
Proceeds from sale of fixed assets	18	6
Investment in subsidiaries	(3,886)	-
Interest/ dividend received from investments	170	103
Purchase of investments	(5,348)	(4,609)
Sale/ maturities of investments	7,938	4,427
<b>Net cash used in investing activities</b>	<b>(1,920)</b>	<b>(1,041)</b>
<b>Cash flow from financing activities</b>		
Issue of share capital (net of issue expenses paid)	18	54
Interest paid on loans	(2)	(1)
Repayment of borrowings	(4)	(4)
Dividends paid (including distribution tax)	(1,310)	(733)
<b>Net cash used in financing activities</b>	<b>(1,298)</b>	<b>(684)</b>
Effect of exchange differences on translation of foreign currency cash and cash equivalents	18	7
<b>Net increase/ (decrease) in cash and cash equivalents</b>	(1,682)	760
Cash and cash equivalents at the beginning of the period	3,669	1,175
<b>Cash and cash equivalents at the end of the period (Refer note 3.5.3)</b>	<b>1,987</b>	<b>1,935</b>

The notes referred to above form an integral part of the financial statements

As per our report of even date attached  
For **Deloitte Haskins & Sells**  
*Chartered Accountants*  
Firm Registration Number: 008072S

For **Mindtree Limited**

**V. Balaji**  
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Place: Bengaluru  
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## **Mindtree Limited**

### **Significant accounting policies and notes to the accounts**

**For the quarter and six months ended September 30, 2015**

**(Rupees in millions, except share and per share data, unless otherwise stated).**

#### **1. Background**

Mindtree Limited ('Mindtree' or 'the Company') is an international Information Technology consulting and implementation company that delivers business solutions through global software development. The Company is structured into five verticals – Retail, CPG and Manufacturing (RCM), Banking, Financial Services and Insurance (BFSI), Technology, Media and Services (TMS), Travel and Hospitality (TH) and Others. The Company offers services in the areas of agile, analytics and information management, application development and maintenance, business process management, business technology consulting, cloud, digital business's, independent testing, infrastructure management services, mobility, product engineering and SAP services.

The Company is head quartered in Bengaluru and has offices in India, United States of America, United Kingdom, Japan, Singapore, Malaysia, Australia, Germany, Switzerland, Sweden, UAE, Netherlands, South Africa, Canada, Belgium, France, Ireland and Republic of China.

#### **2. Significant accounting policies**

##### **2.1 Basis of preparation of financial statements**

These financial statements are prepared and presented in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified and applicable) and guidelines issued by the Securities and Exchange Board of India (SEBI).

##### **2.2 Use of estimates**

The preparation of financial statements in conformity with the generally accepted accounting principles in India requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, assets and liabilities and disclosures relating to contingent liabilities as of the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in future periods.

## Mindtree Limited

### Significant accounting policies and notes to the accounts (continued)

For the quarter and six months ended September 30, 2015

(Rupees in millions, except share and per share data, unless otherwise stated)

#### 2.3 Fixed assets and depreciation

- 2.3.1 Fixed assets are carried at cost of acquisition (including directly attributable costs such as freight, installation, etc.) or construction less accumulated depreciation. Borrowing costs directly attributable to acquisition or construction of those fixed assets, which necessarily take a substantial period of time to get ready for their intended use, are capitalised.
- 2.3.2 Acquired intangible assets are capitalised at the acquisition price. Internally generated intangible assets are recorded at cost that can be measured reliably during the development phase and when it is probable that future economic benefits that are attributable to the assets will flow to the Company.
- 2.3.3 Leases under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Such assets are capitalised at fair value of the asset or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments under operating leases are recognised as an expense in the statement of profit and loss on a straight-line basis over the lease term.
- 2.3.4 Advances paid towards the acquisition of fixed assets, outstanding at each balance sheet date are shown under capital advances. The cost of the fixed asset not ready for its intended use on such date, is disclosed under capital work-in-progress.
- 2.3.5 Depreciation on tangible assets is provided on the straight-line method over the useful lives of assets estimated by the Company. Depreciation for assets purchased/ sold during a period is proportionately charged. Intangible assets are amortised over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the Company for its use. The Company estimates the useful lives for fixed assets as follows:

<b>Asset classification</b>	<b>Useful life</b>
Buildings	5-30 years
Computer systems	2-3 years
Computer software	2 years
Test equipment	3 years
Furniture and fixtures	5 years
Electrical installations	3 years
Office equipment	4 years
Motor vehicles	4 years
Plant and machinery	4 years
Intellectual property	5 years

The Company believes that the useful lives as given above best represent the useful lives of these assets based on internal assessment and supported by technical advice where necessary which is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

## **Mindtree Limited**

### **Significant accounting policies and notes to the accounts (continued)**

**For the quarter and six months ended September 30, 2015**

**(Rupees in millions, except share and per share data, unless otherwise stated)**

- 2.3.6 The cost of leasehold land is amortised over the period of the lease. Leasehold improvements and assets acquired on finance lease are amortised over the lease term or useful life, whichever is lower.

#### **2.4 Investments**

- 2.4.1 Non-current investments are carried at cost less any other-than-temporary diminution in value, determined on the specific identification basis.
- 2.4.2 Current investments are carried at the lower of cost and fair value. The comparison of cost and fair value is carried out separately in respect of each investment.
- 2.4.3 Profit or loss on sale of investments is determined as the difference between the sale price and carrying value of investment, determined individually for each investment.

#### **2.5 Cash and cash equivalents**

Cash and cash equivalents comprise of cash-in-hand and balance in bank in current accounts and deposit accounts.

#### **2.6 Cash flow statement**

Cash flows are reported using the indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated.

#### **2.7 Employee benefits**

- 2.7.1 Gratuity is a defined benefit scheme and is accrued based on actuarial valuations at the balance sheet date, carried out by an independent actuary. The Company has an employees' gratuity fund managed by ICICI Prudential Life Insurance Company, SBI Life Insurance Company and Life Insurance Corporation of India. Actuarial gains and losses are charged to the statement of profit and loss.
- 2.7.2 Compensated absences are a long-term employee benefit and is accrued based on actuarial valuations at the balance sheet date, carried out by an independent actuary. The Company accrues for the expected cost of short-term compensated absences in the period in which the employee renders services.
- 2.7.3 Contributions payable to the recognised provident fund, which is a defined contribution scheme, are charged to the statement of profit and loss in the period in which the employee renders services.

## **Mindtree Limited**

### **Significant accounting policies and notes to the accounts (continued)**

**For the quarter and six months ended September 30, 2015**

**(Rupees in millions, except share and per share data, unless otherwise stated)**

#### **2.8 Revenue recognition**

2.8.1 The Company derives its revenues primarily from software services. Revenue from software development on time-and-material basis is recognised as the related services are rendered. Revenue from fixed price contracts is recognised using the proportionate completion method, which is determined by relating the actual project cost of work performed to date to the estimated total project cost for each contract. Unbilled revenue represents cost and earnings in excess of billings while unearned revenue represents the billing in excess of cost and earnings. Provision for estimated losses, if any, on incomplete contracts are recorded in the period in which such losses become probable based on the current contract estimates.

Maintenance revenue is recognised ratably over the period of the maintenance contract.

2.8.2 Provision for discounts is recognised on an accrual basis in accordance with contractual terms of agreements with customers. Revenues are stated net of discount.

2.8.3 Dividend income is recognised when the right to receive payment is established.

2.8.4 Interest income is recognised using the time proportion method, based on the transactional interest rates.

#### **2.9 Foreign exchange transactions**

2.9.1 The Company is exposed to foreign currency transactions including foreign currency revenues, receivables and borrowings. With a view to minimize the volatility arising from fluctuations in currency rates, the Company enters into foreign exchange forward contracts and other derivative instruments.

2.9.2 Foreign exchange transactions are recorded using the exchange rates prevailing on the dates of the respective transactions. Exchange differences arising on foreign exchange transactions settled during the period are recognised in the statement of profit and loss for the period.

2.9.3 Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rates on that date; the resultant exchange differences are recognised in the statement of profit and loss. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

## **Mindtree Limited**

### **Significant accounting policies and notes to the accounts (continued)**

**For the quarter and six months ended September 30, 2015**

**(Rupees in millions, except share and per share data, unless otherwise stated)**

- 2.9.4 In respect of integral operations, monetary assets and liabilities are translated at the exchange rate prevailing at the date of the balance sheet. Non-monetary items are translated at the historical rate. The items in the statement of profit and loss are translated at the rates prevailing on the dates of the respective transactions. The differences arising out of the translation are recognised in the statement of profit and loss.
- 2.9.5 Forward exchange contracts and other similar instruments that are not in respect of forecasted transactions are accounted for using the guidance in Accounting Standard ('AS') 11, 'The effects of changes in foreign exchange rates'. For such forward exchange contracts and other similar instruments covered by AS 11, based on the nature and purpose of the contract, either the contracts are recorded based on the forward rate/ fair value at the reporting date, or based on the spot exchange rate on the reporting date. For contracts recorded at the spot exchange rates, the premium or discount at the inception is amortized as income or expense over the life of the contract.
- 2.9.6 For forward exchange contracts and other derivatives that are not covered by AS 11 and that relate to a firm commitment or highly probable forecasted transactions, the Company has adopted Accounting Standard ('AS') 30, 'Financial Instruments: Recognition and Measurement' to the extent that the adoption did not conflict with existing accounting standards and other authoritative pronouncements of the Company Law and other regulatory requirements. In accordance with AS 30, such derivative financial instruments, which qualify for cash flow hedge accounting and where the Company has met all the conditions of cash flow hedge accounting, are fair valued at balance sheet date and the resultant exchange loss/ gain is debited/ credited to the hedge reserve until the transaction is completed. Other derivative instruments are recorded at fair value at the reporting date and the resultant exchange loss/ gain is debited/ credited to statement of profit and loss.

#### **2.10 Warranties**

Warranty costs (i.e. post contract support services) are estimated by the management on the basis of technical evaluation and past experience. Provision is made for estimated liability in respect of warranty costs in the period of recognition of revenue.

#### **2.11 Provision and contingent liabilities**

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.



**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

**2.12 Taxation**

The current income tax charge is determined in accordance with the relevant tax regulations applicable to the Company. Deferred tax charge or credit are recognised for the future tax consequences attributable to timing difference that result between the profit offered for income taxes and the profit as per the financial statements. Deferred tax in respect of timing difference which originate during the tax holiday period but reverse after the tax holiday period is recognised in the period in which the timing difference originate. For this purpose the timing differences which originate first are considered to reverse first. The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognised using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognised only to the extent there is reasonable certainty that the assets can be realised in future; however, when there is a brought forward loss or unabsorbed depreciation under taxation laws, deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence of realisation of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably/ virtually certain to be realised.

Minimum alternate tax ('MAT') paid in accordance with the tax laws, which gives rise to future economic benefits in the form of tax credit against future income tax liability, is recognised as an asset in the balance sheet if there is a convincing evidence that the Company will pay normal tax after the tax holiday period and the resultant assets can be measured reliably. MAT credit entitlement can be carried forward and utilized for a period of ten years from the period in which such credit is availed.

The Company offsets, on a year on year basis, the current tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.

**2.13 Earnings per share**

In determining earnings per share, the Company considers the net profit after tax and includes the post-tax effect of any extra-ordinary item. The number of equity shares used in computing basic earnings per share is the weighted average number of equity shares outstanding during the period. The number of equity shares used in computing diluted earnings per share comprises weighted average number of equity shares considered for deriving basic earnings per share and also weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares.

## **Mindtree Limited**

### **Significant accounting policies and notes to the accounts (continued)**

**For the quarter and six months ended September 30, 2015**

**(Rupees in millions, except share and per share data, unless otherwise stated)**

#### **2.14 Impairment of assets**

The Company assesses at each balance sheet date whether there is any indication that an asset (including goodwill) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the statement of profit and loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount. An impairment loss is reversed only to the extent that the carrying amount of asset does not exceed the net book value that would have been determined, if no impairment loss had been recognised. In respect of goodwill, impairment loss will be reversed only when it is caused by specific external events and their effects have been reversed by subsequent external events.

#### **2.15 Employee stock based compensation**

The Company measures the compensation cost relating to stock options, restricted shares and phantom stock options using the intrinsic value method. The compensation cost is amortised over the vesting/ service period.

#### **2.16 Government grants**

Grants from the government are recognised when there is reasonable assurance that:

- (i) the Company will comply with the conditions attached to them; and
- (ii) the grant will be received.

Government grants related to revenue are recognised on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs which they are intended to compensate. Such grants are deducted in reporting the related expense. Where the Company receives non-monetary grants, the asset is accounted for on the basis of its acquisition cost. In case a non-monetary asset is given free of cost it is recognised at a nominal value.

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3. Notes to the accounts**

**3.1 Shareholders' funds**

**3.1.1 Share capital**

a)

Particulars	As at	
	September 30, 2015	March 31, 2015
<b>Authorised</b>		
800,000,000 (March 31, 2015: 800,000,000) equity shares of Rs 10/- each	8,000	8,000
<b>Issued, subscribed and paid-up capital</b>		
83,835,626 (March 31, 2015: 83,732,372) equity shares of Rs 10/- each fully paid	838	837
<b>Total</b>	<b>838</b>	<b>837</b>

b) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period is as given below:

Particulars	As at			
	September 30, 2015		March 31, 2015	
	No of shares	Rs	No of shares	Rs
Number of shares outstanding at the beginning of the period	83,732,372	837	41,689,731	417
Add: Shares issued on exercise of employee stock options and restricted shares	103,254	1	276,980	2
Add: Bonus shares issued *	-	-	41,765,661	418
Number of shares outstanding at the end of the period	83,835,626	838	83,732,372	837

\*Refer note 3.1.1 (e).

c) The Company has only one class of shares referred to as equity shares having a par value of Rs 10 each.

Each holder of the equity share, as reflected in the records of the Company as of the date of the shareholder meeting, is entitled to one vote in respect of each share held for all matters submitted to vote in the shareholder meeting.

The Company declares and pays dividends in Indian rupees and foreign currency. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting.

The Board of Directors at its meeting held on July 16, 2015 had recommended an interim dividend of 30% (Rs 3 per equity share of par value Rs 10/- each) for the quarter ended June 30, 2015. Further, the Board of Directors at its meeting held on October 15, 2015 have recommended an interim dividend of 40% (Rs 4 per equity share of par value Rs 10/- each) for the quarter ended September 30, 2015.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

- d) Equity shareholder holding more than 5 percent of equity shares along with the number of equity shares held at the beginning and at the end of the period is as given below:

Sr. No.	Name of the shareholder	As at September 30, 2015		As at March 31, 2015	
		Number of shares	%	Number of shares	%
1	Coffee Day Enterprises Limited	8,730,884	10.4%	8,730,884	10.4%
2	Nalanda India Fund Limited	7,898,178	9.4%	7,898,178	9.4%
3	Coffee Day Trading Limited	5,297,122	6.3%	5,297,122	6.3%

- e) In the period of five years immediately preceding September 30, 2015:
- The Company has allotted 41,765,661 fully paid up equity shares during the quarter ended June 30, 2014 pursuant to 1:1 bonus share issue approved by shareholders. Consequently, options/ units granted under the various employee share based plans are adjusted for bonus share issue.
  - The Company has not bought back any equity shares.
  - The Company has not allotted any equity shares as fully paid up without payment being received in cash.

**f) Employee stock based compensation**

The Company instituted the Employees Stock Option Plan ('ESOP') in fiscal 2000, which was approved by the Board of Directors ('the Board'). The Company has various stock option programs, a restricted stock purchase plan and a phantom stock option plan.

***Program 1 [ESOP 1999]***

This plan was terminated on September 30, 2001 and there are no options outstanding as at the reporting date.

***Program 2 [ESOP 2001]***

Options under this program have been granted to employees at an exercise price of Rs 50 per option (Rs 25 per option post bonus issue). All stock options have a four-year vesting term and vest and become fully exercisable at the rate of 15%, 20%, 30% and 35% at the end of 1, 2, 3 and 4 years respectively from the date of grant. Each option is entitled to 1 equity share of Rs 10 each. This program extends to employees who have joined on or after October 1, 2001 or have been issued employment offer letters on or after August 8, 2001 or options granted to existing employees with grant date on or after October 1, 2001. This plan was terminated on April 30, 2006. The contractual life of each option is 11 years after the date of grant.

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

<b>Particulars</b>	<b>Quarter ended</b>		<b>Six months ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
Outstanding options, beginning of the period	19,952	47,096*	23,072	54,777*
Granted during the period		-		-
Exercised during the period	5,736	11,428	7,952	17,605
Lapsed during the period	390	220	1,294	1,724
Forfeited during the period		-		-
Outstanding options, end of the period	<b>13,826</b>	<b>35,448</b>	<b>13,826</b>	<b>35,448</b>
Options vested and exercisable, end of the period	13,826	35,448	13,826	35,448

\*Adjusted for bonus issue. Refer note 3.1.1 (e)

***Program 3 [ESOP 2006 (a)]***

This plan was terminated on October 25, 2006 and there are no options outstanding as at the reporting dates.

***Program 4 [ESOP 2006 (b)]***

Options under this program are granted to employees at an exercise price periodically determined by the Nomination and Remuneration Committee. All stock options have a four-year vesting term and vest and become fully exercisable at the rate of 15%, 20%, 30% and 35% at the end of 1, 2, 3 and 4 years respectively from the date of grant. Each option is entitled to 1 equity share of Rs 10 each. This program extends to employees to whom the options are granted on or after October 25, 2006. The contractual life of each option is 5 years after the date of grant.

<b>Particulars</b>	<b>Quarter ended</b>		<b>Six months ended</b>	
	<b>September 30,</b>		<b>September 30,</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
Outstanding options, beginning of the period	38,350	133,000*	74,000	213,750*
Granted during the period	-	-	-	-
Exercised during the period	23,350	15,000	59,000	48,000
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	47,750
Outstanding options, end of the period	<b>15,000</b>	<b>118,000</b>	<b>15,000</b>	<b>118,000</b>
Options vested and exercisable, end of the period	15,000	118,000	15,000	118,000

\*Adjusted for bonus issue. Refer note 3.1.1 (e)

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)*****Program 5 [ESOP 2008A]***

Options under this program are granted to employees of erstwhile Aztecsoft Limited as per swap ratio of 2:11 as specified in the merger scheme. Each option is entitled to 1 equity share of Rs 10 each.

<b>Particulars</b>	<b>Quarter ended September 30,</b>		<b>Six months ended September 30,</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
Outstanding options, beginning of the period	82,112	166,542*	83,076	168,295*
Granted during the period	-	-	-	-
Exercised during the period	5,944	23,760	6,908	25,513
Lapsed during the period	-	3,272	-	3,272
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	<b>76,168</b>	<b>139,510</b>	<b>76,168</b>	<b>139,510</b>
Options vested and exercisable, end of the period	76,168	139,510	76,168	139,510

\*Adjusted for bonus issue. Refer note 3.1.1 (e)

***Directors' Stock Option Plan, 2006 ('DSOP 2006')***

Options under this program have been granted to independent directors at an exercise price periodically determined by the Nomination and Remuneration Committee. All stock options vest and become fully exercisable equally over three year vesting term at the end of 1, 2 and 3 years respectively from the date of the grant. Each option is entitled to 1 equity share of Rs 10 each. The contractual life of each option is 4 years after the date of the grant.

<b>Particulars</b>	<b>Quarter ended September 30,</b>		<b>Six months ended September 30,</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
Outstanding options, beginning of the period	40,000	40,000*	40,000	75,000*
Granted during the period	-	-	-	-
Exercised during the period	-	-	-	35,000
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	<b>40,000</b>	<b>40,000</b>	<b>40,000</b>	<b>40,000</b>
Options vested and exercisable, end of the period	40,000	26,666	40,000	26,666

\*Adjusted for bonus issue. Refer note 3.1.1 (e)

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)*****Program 7 [ESOP 2010A]***

In-principle approvals for administering the seventh stock option program i.e. ESOP 2010 (A) has been received by the Company from the BSE and NSE for 1,135,000 equity shares of Rs 10 each. No options have been granted under the program as at September 30, 2015.

***Employee Restricted Stock Purchase Plan 2012 ('ERSP 2012')***

ERSP 2012 was instituted with effect from July 16, 2012 to issue equity shares of nominal value of Rs 10 each. Shares under this program are granted to employees at an exercise price of not less than Rs 10 per equity share or such higher price as determined by the Nomination and Remuneration Committee. Shares shall vest over such term as determined by the Nomination and Remuneration Committee not exceeding ten years from the date of the grant. All shares will have a minimum lock in period of one year from the date of allotment.

<b>Particulars</b>	<b>Quarter ended September 30,</b>		<b>Six months ended September 30,</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014</b>
Outstanding shares, beginning of the period	-	9,462	-	-
Granted during the period	34,352	28,248	34,352	62,078
Exercised during the period	29,394	37,710	29,394	62,078
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding shares, end of the period	<b>4,958</b>	-	<b>4,958</b>	-
Shares vested and exercisable, end of the period	4,958	-	4,958	-

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

The Company has also granted phantom stock options and letter of intent to issue shares under ERSP 2012 plan to certain employees which is subject to certain vesting conditions. Details of the grant/issue as at September 30, 2015 are given below:

<b>Particulars</b>	<b>Phantom stock options plan*</b>	<b>ERSP 2012 plan*</b>
Total no. of units/ shares	765,000	230,000
Vested units/ shares	236,418	62,600
Lapsed units/ shares	31,332	8,300
Forfeited units/ shares	-	33,000
Cancelled units/ shares	497,250	-
Outstanding units/ shares as at the end of the period	-	126,100
Contractual life	2 years	4 years
Date of grant	18-Jul-13	18-Jul-13**
Price per share/ unit	Grant price of Rs 455	Exercise price of Rs 10**

\*Adjusted for bonus issue. Refer note 3.1.1 (e).

\*\*Based on Letter of Intent

The following table summarizes information about the weighted average exercise price of options/ shares exercised under various programs:

<b>Particulars</b>	<b>Amount in Rs</b>			
	<b>Quarter ended September 30,</b>		<b>Six months ended September 30,</b>	
	<b>2015</b>	<b>2014</b>	<b>2015</b>	<b>2014*</b>
Program 2	25.00	25.00	25.00	33.77
Program 4	260.00	262.50	266.36	413.16
Program 5	239.25	223.39	239.25	220.38
DSOP 2006	-	-	-	560.00
ERSP 2012	10.00	10.00	10.00	10.00

\*Exercise price is adjusted post bonus issue.



**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

The following tables summarize information about the options/ shares outstanding under various programs as at September 30, 2015 and March 31, 2015 respectively:

<b>Particulars</b>	<b>As at September 30, 2015</b>		
	<b>Number of options/ shares</b>	<b>Weighted average remaining contractual life (in years)</b>	<b>Weighted average exercise price (in Rs)</b>
Program 2	13,826	0.90	25.00
Program 4	15,000	0.00	260.00
Program 5	76,168	1.83	212.99
DSOP 2006	40,000	0.60	278.00
ERSP 2012	4,958	0.00	10.00

<b>Particulars</b>	<b>As at March 31, 2015</b>		
	<b>Number of options/ shares</b>	<b>Weighted average remaining contractual life (in years)</b>	<b>Weighted average exercise price (in Rs)</b>
Program 2	23,072	0.70	25.00
Program 4	74,000	0.32	265.07
Program 5	83,076	2.32	215.18
DSOP 2006	40,000	1.10	278.00

The Company has recorded compensation cost for all grants using the intrinsic value-based method of accounting, in line with prescribed SEBI guidelines.

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

Had stock based compensation been determined under the fair value approach described in the Guidance Note on, “Accounting for employee share based payments” issued by ICAI, the Company’s net profit and basic and diluted earnings per share would have reduced to the proforma amounts as indicated:

Particulars	Quarter ended September 30,		Six months ended September 30,	
	2015	2014	2015	2014
Net profit as reported	1,469	1,374	2,839	2,668
Add: Stock-based employee compensation expense (intrinsic value method)	7	(2)	42	95
Less: Stock-based employee compensation expense (fair value method)	(7)	-	(42)	(84)
Pro forma net profit	1,469	1,372	2,839	2,679
Basic earnings per share as reported	17.52	16.43	33.88	31.94
Pro forma basic earnings per share	17.52	16.41	33.88	32.07
Diluted earnings per share as reported	17.47	16.36	33.78	31.79
Pro forma diluted earnings per share	17.47	16.33	33.78	31.92

- g) As at September 30, 2015, the Company had received Rs 4 towards allotment of 500, 15,000 and 4,958 equity shares at exercise prices of Rs 25 each, Rs 260 each and Rs 10 each respectively and it is shown under Share application money pending allotment. The Company expects to make the allotment during the quarter ending December 31, 2015. The Company has sufficient authorized share capital to cover the share capital amount on allotment of shares out of share application money.

As at March 31, 2015, the Company had received Rs 4 towards allotment of 15,000 equity shares and 276 equity shares at exercise prices of Rs 285 each and Rs 25 each respectively and it was shown under Share application money pending allotment. The Company made the allotment for the 15,276 equity shares during the six months ended September 30, 2015.

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.1.2 Reserves and surplus**

Particulars	As at September 30, 2015	As at March 31, 2015
<i>Capital reserve</i>		
Opening balance	87	87
	<b>87</b>	<b>87</b>
<i>Securities premium reserve</i>		
Opening balance	1,898	2,208
Additions during the period	30	108
Less: Amount utilised for bonus shares	-	(418)
	<b>1,928</b>	<b>1,898</b>
<i>General reserve</i>		
Opening balance	1,542	1,542
Add: Transfer from statement of profit and loss	-	-
	<b>1,542</b>	<b>1,542</b>
<i>Share option outstanding account</i>		
Opening balance	78	68
Additions during the period	5	10
	<b>83</b>	<b>78</b>
<i>Hedge reserve</i>		
Opening balance	-	49
Movement during the period	-	(49)
	<b>-</b>	<b>-</b>
<i>Surplus (Balance in the statement of profit and loss)</i>		
Opening balance	15,666	12,038
Add: Amount transferred from statement of profit and loss	2,839	5,343
Amount available for appropriations	18,505	17,381
Appropriations:		
Interim dividend	(587)	(586)
Final dividend	-	(838)
Dividend distribution tax	(118)	(291)
	<b>17,800</b>	<b>15,666</b>
<b>Total</b>	<b>21,440</b>	<b>19,271</b>

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.2 Non-current liabilities**

**3.2.1 Long-term borrowings**

Particulars	As at September 30, 2015	As at March 31, 2015
<i>(Unsecured)</i>		
Other loans	18	23
<b>Total</b>	<b>18</b>	<b>23</b>

Long-term borrowings represent the amount received from Council for Scientific and Industrial Research (CSIR) to develop a project under “Development of Intelligent Video Surveillance Server (IVSS) system”.

The loan is an unsecured loan carrying a simple interest of 3% p.a on the outstanding amount of loan. Repayment of loan is in 10 equal annual installments from June 2011. Any delay in repayment entails a liability of 12% p.a. compounded monthly for the period of delay.

There is no continuing default in the repayment of the principal loan and interest amounts.

**3.2.2 Other long-term liabilities**

Particulars	As at September 30, 2015	As at March 31, 2015
Other long-term liabilities	761	334
<b>Total</b>	<b>761</b>	<b>334</b>

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.3 Current liabilities**

**3.3.1 Other current liabilities**

Particulars	As at September 30, 2015	As at March 31, 2015
Current maturities of long-term debt*	5	5
Interest accrued but not due on borrowings	-	1
Unearned income	250	225
Unpaid dividends	6	5
Creditors for capital goods	145	218
Advances from customers	19	27
Employee related liabilities	988	1,462
Book overdraft	8	155
Other liabilities**	2,382	1,345
<b>Total</b>	<b>3,803</b>	<b>3,443</b>

\*The details of interest rates, repayment and other terms are disclosed under note 3.2.1.

\*\*Includes derivative liability of Rs 23 (As at March 31, 2015: Rs 3).

As at September 30, 2015, the Company has outstanding forward contracts amounting to USD 40.5 million (As at March 31, 2015: USD 32 million), GBP 2.25 million (As at March 31, 2015: GBP 2.25 million) and Euro 4.5 million (As at March 31, 2015: Euro 4.5 million). These derivative instruments have been entered to hedge highly probable forecasted sales.

The above derivative instruments have been fair valued at the balance sheet date and resultant exchange loss of Rs 16 and Rs 24 for the quarter and six months ended September 30, 2015 (for the quarter and six months ended September 30, 2014: Exchange loss of Rs 17 and Rs 7 respectively) has been recorded in the statement of profit and loss.

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.3.2 Short-term provisions**

Particulars	As at September 30, 2015	As at March 31, 2015
Provision for employee benefits		
- Gratuity	86	18
- Compensated absences	506	352
Provision for taxes, net of advance tax and tax deducted at source	235	227
Provision for discount	492	367
Dividend payable	335	837
Dividend distribution tax payable	68	172
Provision for foreseeable losses on contracts	-	-
Provision for post contract support services	6	5
Provision for disputed dues*	73	68
<b>Total</b>	<b>1,801</b>	<b>2,046</b>

\*Represents disputed tax dues provided pursuant to unfavourable order received from the tax authorities against which the Company has preferred an appeal with the relevant authority. In respect of the provisions of AS 29, the disclosures required have not been provided in accordance with paragraph 72 of AS 29.

The following table sets out the status of the gratuity plan as required under AS 15-Employee Benefits.

Particulars	As at September 30, 2015	As at March 31, 2015
<b>Change in projected benefit obligations</b>		
Obligations at the beginning of the period	413	365
Service cost	43	81
Interest cost	15	29
Benefits settled	(24)	(55)
Actuarial (gain)/ loss	26	(7)
<b>Obligations at end of the period</b>	<b>473</b>	<b>413</b>
<b>Change in plan assets</b>		
Plan assets at the beginning of the period, at fair value	395	363
Expected return on plan assets	17	29
Actuarial gain/ (loss)	(1)	5
Contributions	-	53
Benefits settled	(24)	(55)
<b>Plan assets at the end of the period, at fair value</b>	<b>387</b>	<b>395</b>

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)****Reconciliation of the present value of the obligation and the fair value of the plan assets**

Particulars	As at September 30		As at March 31,			
	2015		2015	2014	2013	2012
Fair value of plan assets at the end of the period	387		395	363	313	275
Present value of defined obligations at the end of the period	(473)		(413)	(365)	(324)	(276)
<b>Asset/ (liability) recognised in the balance sheet</b>	<b>(86)</b>		<b>(18)</b>	<b>(2)</b>	<b>(11)</b>	<b>(1)</b>

Particulars	For the quarter ended September 30,		For the six months ended September 30,	
	2015	2014	2015	2014
<b>Gratuity cost</b>				
Service cost	23	20	43	41
Interest cost	8	8	15	15
Expected return on plan assets	(8)	(7)	(17)	(14)
Actuarial (gain)/loss	68	(2)	27	(31)
<b>Net gratuity cost</b>	<b>91</b>	<b>19</b>	<b>68</b>	<b>11</b>
Actual return on plan assets	1	4	16	17
<b>Assumptions</b>				
Interest rate	7.80%	8.70%	7.80%	8.70%
Expected rate of return on plan assets	8.75%	8.00%	8.75%	8.00%
Salary increase	5.00%	6.00%	5.00%	6.00%
Attrition rate	14.23%	14.23%	14.23%	14.23%
Retirement age	60	60	60	60

The estimates of future salary increases, considered in actuarial valuation, takes into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market.

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

The disclosure of provisions movement as required under the provisions of AS 29 is as follows:-

**Provision for discount**

<b>Particulars</b>	<b>For the quarter ended</b>		<b>For the six months ended</b>		<b>For the year ended</b>
	<b>September 30, 2015</b>	<b>September 30, 2014</b>	<b>September 30, 2015</b>	<b>September 30, 2014</b>	<b>March 31, 2015</b>
Balance at the beginning of the period	432	364	367	270	270
Provisions made during the period	140	106	246	207	433
Utilisations during the period	(80)	(79)	(119)	(86)	(328)
Released during the period	-	(1)	(2)	(1)	(8)
Provision at the end of the period	492	390	492	390	367

**Provision for post contract support services**

<b>Particulars</b>	<b>For the quarter ended</b>		<b>For the six months ended</b>		<b>For the year ended</b>
	<b>September 30, 2015</b>	<b>September 30, 2014</b>	<b>September 30, 2015</b>	<b>September 30, 2014</b>	<b>March 31, 2015</b>
Balance at the beginning of the period	6	5	5	4	4
Provisions made during the period	-	-	1	1	2
Utilisations during the period	-	-	-	-	-
Released during the period	-	(1)	-	(1)	(1)
Provision at the end of the period	6	4	6	4	5



## Mindtree Limited

### Significant accounting policies and notes to the accounts

For the quarter and six months ended September 30, 2015

(Rupees in millions, except share and per share data, unless otherwise stated).

### 3.4 Non-current assets

#### 3.4.1 Fixed assets

Assets	Gross block			Accumulated depreciation				Net book value	
	As at April 1, 2015	Additions during the period	Deletions during the period	As at September 30, 2015	As at April 1, 2015	For the period	Deletions during the period	As at September 30, 2015	As at September 30, 2015
<b>Tangible assets</b>									
Leasehold land	425	-	-	425	95	6	-	101	324
Buildings	3,621	381	13	3,989	1,105	108	6	1,207	2,782
Leasehold improvements	1,016	62	-	1,078	554	70	-	624	454
Computer systems	2,037	331	26	2,342	1,400	260	26	1,634	708
Test equipment	217	-	-	217	217	-	-	217	-
Furniture and fixtures	257	104	12	349	166	14	12	168	181
Electrical installations	521	62	1	582	319	51	1	369	213
Office equipment	731	140	11	860	492	50	11	531	329
Motor vehicles	28	-	-	28	5	5	-	10	18
Plant and machinery	8	-	-	8	1	-	-	1	7
<b>Total (A)</b>	<b>8,861</b>	<b>1,080</b>	<b>63</b>	<b>9,878</b>	<b>4,354</b>	<b>564</b>	<b>56</b>	<b>4,862</b>	<b>5,016</b>
<b>Intangible assets</b>									
Intellectual property	67	-	-	67	65	2	-	67	-
Computer Software	921	46	5	962	804	64	5	863	99
<b>Total (B)</b>	<b>988</b>	<b>46</b>	<b>5</b>	<b>1,029</b>	<b>869</b>	<b>66</b>	<b>5</b>	<b>930</b>	<b>99</b>
<b>Total (A+B)</b>	<b>9,849</b>	<b>1,126</b>	<b>68</b>	<b>10,907</b>	<b>5,223</b>	<b>630</b>	<b>61</b>	<b>5,792</b>	<b>5,115</b>

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.4.1 Fixed Assets (continued)**

Assets	Gross block				Accumulated depreciation				Net book value
	As at April 1, 2014	Additions during the year	Deletions during the year	As at March 31, 2015	As at April 1, 2014	For the year	Deletions during the year	As at March 31, 2015	As at March 31, 2015
<b>Tangible assets</b>									
Leasehold land	425	-	-	425	83	12	-	95	330
Buildings	2,694	928	1	3,621	957	149	1	1,105	2,516
Leasehold improvements	819	197	-	1,016	428	126	-	554	462
Computer systems	1,570	569	102	2,037	1,085	416	101	1,400	637
Test equipment	218	-	1	217	217	1	1	217	-
Furniture and fixtures	191	71	5	257	157	14	5	166	91
Electrical installations	360	167	6	521	256	69	6	319	202
Office equipment	600	155	24	731	436	80	24	492	239
Motor vehicles	2	27	1	28	1	5	1	5	23
Plant and machinery	8	-	-	8	1	-	-	1	7
<b>Total (A)</b>	<b>6,887</b>	<b>2,114</b>	<b>140</b>	<b>8,861</b>	<b>3,621</b>	<b>872</b>	<b>139</b>	<b>4,354</b>	<b>4,507</b>
<b>Intangible assets</b>									
Intellectual property	67	-	-	67	52	13	-	65	2
Computer Software	892	94	65	921	737	132	65	804	117
<b>Total (B)</b>	<b>959</b>	<b>94</b>	<b>65</b>	<b>988</b>	<b>789</b>	<b>145</b>	<b>65</b>	<b>869</b>	<b>119</b>
<b>Total (A+B)</b>	<b>7,846</b>	<b>2,208</b>	<b>205</b>	<b>9,849</b>	<b>4,410</b>	<b>1,017</b>	<b>204</b>	<b>5,223</b>	<b>4,626</b>

**Mindtree Limited****Significant accounting policies and notes to the accounts****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated).****3.4.2 Non-current investments**

<b>Particulars</b>	<b>As at September 30, 2015</b>	<b>As at March 31, 2015</b>
Investment in non-convertible bonds (quoted)	150	-
Trade investments (unquoted)		
- Investment in equity instruments	4,813	16
- Investment in preference shares	7	7
- Investment in Limited Liability Company	1,091	1,091
Less: Provision for diminution in value of investments	(1)	(1)
<b>Total</b>	<b>6,060</b>	<b>1,113</b>
Aggregate amount of quoted investments	150	-
Aggregate market value of quoted investments	150	-
Aggregate amount of unquoted investments	5,911	1,114

Details of investment in non-convertible bonds are as given below:

<b>Particulars</b>	<b>As at September 30, 2015</b>	<b>As at March 31, 2015</b>
50 secured redeemable non-convertible bonds of Rs 1 million in the nature of promissory notes in PNB Housing Finance Limited	50	-
50 secured redeemable non-convertible debentures of Rs 1 million in Kotak Mahindra Prime Limited	50	-
50 secured redeemable non-convertible debentures of Rs 1 million in Kotak Mahindra Investments Limited	50	-
<b>Total</b>	<b>150</b>	<b>-</b>

Details of investment in equity instruments are as given below:

<b>Particulars</b>	<b>As at September 30, 2015</b>	<b>As at March 31, 2015</b>
Investment in equity instruments of wholly owned subsidiaries		
Mindtree Software (Shanghai) Co., Ltd ('MSSCL')	14	14
1,104,124 (previous year: Nil) fully paid equity shares of ₹0.001 each in Bluefin Solutions Limited	4,236	-
1,000 full paid equity shares in Relational Solutions, Inc.	561	-
Investment in equity instruments of other companies		
2,400 (previous year: 2,400) equity shares in Career Community.com Limited	1	1
12,640 (previous year: 12,640) equity shares in Worldcast Technologies Private Limited	-	-
950,000 (previous year: 950,000) equity shares of Re.1 each in NuvePro Technologies Private Limited	1	1
<b>Total</b>	<b>4,813</b>	<b>16</b>

## Mindtree Limited

### Significant accounting policies and notes to the accounts (continued)

For the quarter and six months ended September 30, 2015

(Rupees in millions, except share and per share data, unless otherwise stated)

The Company has acquired 100% of the equity interest in Bluefin Solutions Limited ('Bluefin'), a leading UK based IT solutions provider specializing in SAP HANA solutions, in an all cash transaction for GBP 42.3 million. The consideration includes an upfront payment of GBP 34 million and earn out of GBP 8.3 million payable over the next three years. The transfer of equity interests and control of Bluefin is effective July 16, 2015 and consequently, Bluefin has become a 100% subsidiary of the Company effective that date.

The Company has also acquired 100% of the equity interest in Relational Solutions, Inc a US based IT solutions provider specializing in technology services to the consumer goods industry, in an all cash transaction for USD 8.6 million. The consideration includes an upfront payment of USD 7.1 million and earn out of USD 1.5 million payable over the next two years. The transfer of equity interests and control of Relational Solutions, Inc is effective July 16, 2015 and consequently, Relational Solutions, Inc has become a 100% subsidiary of the Company effective that date.

Details of investment in preference shares are as given below:

Particulars	As at	As at
	September 30, 2015	March 31, 2015
643,790 (previous year: 643,790) Series A Convertible Preferred Stock at US\$ 0.0001 each fully paid at premium of US \$ 0.2557 each in 30 Second Software Inc	7	7
<b>Total</b>	<b>7</b>	<b>7</b>

Details of investment in Limited Liability Company is as given below:

Particulars	As at	As at
	September 30, 2015	March 31, 2015
Investment in wholly owned subsidiary - Discoverture Solutions L.L.C.	1,091	1,091
<b>Total</b>	<b>1,091</b>	<b>1,091</b>

The Company acquired 100% equity interest in Discoverture Solutions L.L.C. (Discoverture), a US based IT solution provider to the insurance industry, for a consideration of USD 17 million during the year ended March 31, 2015. The consideration includes future payments which are based on achievement of certain specific milestones which have currently been provided for based on best estimate of the Company. The transfer of membership interests and control of Discoverture is effective February 13, 2015 and consequently, Discoverture has become a 100% subsidiary of the Company effective that date.

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.4.3 Taxes**

Particulars	For the quarter ended September 30,		For the six months ended September 30,	
	2015	2014	2015	2014
Tax expense				
Current tax	468	437	882	827
Deferred tax	(34)	(50)	(65)	(67)
<b>Total</b>	<b>434</b>	<b>387</b>	<b>817</b>	<b>760</b>

The Company has units at Bengaluru, Hyderabad, Chennai and Bhubaneswar registered as Special Economic Zone (SEZ) units which are entitled to a tax holiday under Section 10AA of the Income Tax Act, 1961.

The Company also has STPI units at Bengaluru and Pune which are registered as a 100 percent Export Oriented Unit, which were earlier entitled to a tax holiday under Section 10B and Section 10A of the Income Tax Act, 1961.

**Deferred tax assets (net):**

Deferred tax assets included in the balance sheet comprises the following:

Particulars	As at	As at
	September 30, 2015	March 31, 2015
Excess of depreciation as per books over depreciation allowed under Income Tax Act, 1961	202	205
Provision for doubtful debts	23	16
Provision for compensated absence	150	117
Provision for volume discount	50	39
Others	89	72
<b>Total deferred tax assets</b>	<b>514</b>	<b>449</b>

**3.4.4 Long-term loans and advances**

Particulars	As at	As at
	September 30, 2015	March 31, 2015
<i>(Unsecured considered good)</i>		
Capital advances	33	107
Security deposits*	558	546
Advance tax and tax deducted at source, net of provision for taxes	909	834
MAT credit entitlement	110	110
Other loans and advances	36	42
<b>Total</b>	<b>1,646</b>	<b>1,639</b>

\*Refer note 3.15 for related party balances.

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.4.5 Other non-current assets**

Particulars	As at	
	September 30, 2015	March 31, 2015
<i>(Unsecured considered good)</i>		
Other non-current assets	17	17
<b>Total</b>	<b>17</b>	<b>17</b>

**3.5 Current assets**

**3.5.1 Current investments**

Particulars	As at	
	September 30, 2015	March 31, 2015
Investment in mutual funds (quoted)	2,260	4,643
Term deposits (unquoted)	450	700
<b>Total</b>	<b>2,710</b>	<b>5,343</b>
Aggregate carrying amount of quoted investments	2,260	4,643
Aggregate market value of quoted investments	2,381	4,790
Aggregate amount of unquoted investments	450	700

Details of investment in mutual funds are as given below:

Particulars	As at September 30, 2015		As at March 31, 2015	
	No of units	Amount	No of units	Amount
ICICI Prudential Mutual Fund	17,401,890	296	28,722,324	472
IDFC Mutual Fund	23,436,982	266	37,530,726	433
UTI Mutual Fund	3,525,007	128	13,456,138	158
Franklin Templeton Mutual Fund	71,610	150	11,695,643	290
DSP Blackrock Mutual Fund	70,122	70	14,790,537	351
Birla Sun Life Mutual Fund	7,035,302	126	20,007,295	454
Reliance Mutual Fund	17,651,564	303	23,725,772	428
Tata Mutual Fund	20,974,983	321	36,229,022	422
DWS Mutual Fund	-	-	4,483,697	45
SBI Mutual Fund	5,767,669	258	13,787,278	358
HDFC Mutual Fund	3,635,659	178	27,872,023	424
Axis Mutual Fund	-	-	100,840	104
Bank of India AXA Mutual Fund	10,000,000	100	10,000,000	100
Kotak Mutual Fund	5,845,867	59	5,681,936	58
JP Morgan India Mutual Fund	544,020	5	16,989,901	189
L & T Mutual Fund	-	-	98,576	100
IDBI Mutual Fund	-	-	254,281	257
<b>Total</b>		<b>2,260</b>		<b>4,643</b>

## Mindtree Limited

### Significant accounting policies and notes to the accounts (continued)

For the quarter and six months ended September 30, 2015

(Rupees in millions, except share and per share data, unless otherwise stated)

Details of investments in term deposit are as given below:

Particulars	As at	As at
	September 30, 2015	March 31, 2015
HDFC Limited	300	700
IL&FS Limited	50	-
Bajaj Finance Limited	50	-
LIC Housing Finance Limited	50	-
<b>Total</b>	<b>450</b>	<b>700</b>

### 3.5.2 Trade receivables

Particulars	As at	As at
	September 30, 2015	March 31, 2015
<i>(Unsecured)</i>		
Debts overdue for a period exceeding six months		
- considered good	14	62
- considered doubtful	92	72
Other debts		
- considered good	8,274	6,736
- considered doubtful	18	9
Less: Provision for doubtful debts	(110)	(81)
<b>Total</b>	<b>8,288</b>	<b>6,798</b>

### 3.5.3 Cash and bank balances

Particulars	As at	As at
	September 30, 2015	March 31, 2015
Balances with banks in current and deposit accounts*	1,981	3,664
Cash on hand	-	-
Other bank balances**	6	5
<b>Total</b>	<b>1,987</b>	<b>3,669</b>

\*The deposits maintained by the Company with banks comprises time deposits, which can be withdrawn by the Company at any point without prior notice or penalty on the principal.

\*\*Other bank balances represent earmarked balances in respect of unpaid dividends.

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)****3.5.4 Short-term loans and advances**

Particulars	As at September 30, 2015	As at March 31, 2015
<i>(Unsecured considered good)</i>		
Security deposits	80	143
MAT credit entitlement	30	36
Advances recoverable in cash or in kind or for value to be received*	1,097	1,289
Less: Provision for doubtful advances	(19)	(20)
<b>Total</b>	<b>1,188</b>	<b>1,448</b>

\*Refer note 3.15 for related party balances. This also includes amounts pertaining to housing deposits, vehicles, medical emergencies, travel and salary advances given to employees to the extent of Rs 302 as at September 30, 2015. (As at March 31, 2015: Rs 287)

**3.5.5 Other current assets**

Particulars	As at September 30, 2015	As at March 31, 2015
Unbilled revenue	1,265	981
Other current assets*	19	24
<b>Total</b>	<b>1,284</b>	<b>1,005</b>

\*Represents derivative asset of Rs 19 (As at March 31, 2015: Rs 24).

**3.6 Other income**

Particulars	For the quarter ended September 30,		For the six months ended September 30,	
	2015	2014	2015	2014
Interest income	59	18	123	31
Dividend income	9	41	49	72
Net gain on sale of investments	43	72	108	99
Adjustments to the carrying amount of investments	5	-	-	-
Foreign exchange gain	60	102	258	239
Other non-operating income	15	8	18	10
<b>Total</b>	<b>191</b>	<b>241</b>	<b>556</b>	<b>451</b>



**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)****3.7 Expenses**

Employee benefits expense	For the quarter ended September 30,		For the six months ended September 30,	
	2015	2014	2015	2014
Salaries and wages	5,686	4,726	10,756	9,104
Contribution to provident and other funds	569	423	1,004	769
Expense on employee stock based compensation	7	(2)	42	95
Staff welfare expenses	38	43	74	79
<b>Total</b>	<b>6,300</b>	<b>5,190</b>	<b>11,876</b>	<b>10,047</b>

  

Finance costs	For the quarter ended September 30,		For the six months ended September 30,	
	2015	2014	2015	2014
Interest expense	2	-	2	-
<b>Total</b>	<b>2</b>	<b>-</b>	<b>2</b>	<b>-</b>

  

Other expenses	For the quarter ended September 30,		For the six months ended September 30,	
	2015	2014	2015	2014
Travel expenses	492	402	1,117	916
Communication expenses	153	111	283	199
Sub-contractor charges	629	527	1,209	990
Computer consumables	147	122	290	208
Legal and professional charges	118	150	206	247
Power and fuel	79	66	159	144
Rent (Refer note 3.16)	169	159	333	311
Repairs to buildings	15	10	30	22
Repairs to machinery	11	9	18	15
Insurance	14	12	27	23
Rates and taxes	26	19	57	40
Other expenses	503	354	968	719
<b>Total</b>	<b>2,356</b>	<b>1,941</b>	<b>4,697</b>	<b>3,834</b>

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.8 Contingent liabilities**

- a) The Company has received an income tax assessment for the financial year 2008-09 wherein demand of Rs 24 has been raised against the Company on account of certain disallowances, adjustments made by the income tax department. A significant portion of this amount arises from the manner of adjustment of brought forward losses in arriving at the taxable profits of the Company and disallowance of portion of profit earned outside India from the STP and SEZ units.

Management believes that the position taken by it on the matter is tenable and hence, no adjustment has been made to the financial statements. The Company has filed an appeal against the demands received.

The Company has received a favourable order from the Commissioner of Income tax (Appeals) for majority of grounds and considering the order passed, there will not be any demand on the Company. On the other grounds which are not favourable, the Company has filed an appeal before the Income Tax Appellate Tribunal ('ITAT').

- b) The Company has received income tax assessments for financial years 2006-07 and 2007-08 for the erstwhile subsidiary Mindtree Technologies Private Limited (MTPL) with demands amounting to Rs 11 and Rs 10 on account of certain disallowances/ adjustments made by income tax department. Management believes that the position taken by it on the matter is tenable and hence, no adjustment has been made to the financial statements. The Company has filed an appeal against the demand received. The Company has not deposited the amount of demand with the department.
- c) The Company has received income tax assessments under Section 143(3) of the Income-tax Act 1961 pertaining to erstwhile subsidiary Aztecsoft Limited for the financial years 2001-02, 2002-03, 2003-04, 2004-05, 2005-06, 2006-07, 2007-08 and 2008-09 wherein demand of Rs 210, Rs 49, Rs 61, Rs 28, Rs 58, Rs 119, Rs 214 and Rs 63 respectively has been raised against the Company. These demands have arisen mainly on account of transfer pricing adjustments made in the order. The Company has not accepted these orders and has been advised by its legal counsel/ advisors to prefer appeals before appellate authorities and accordingly the Company has filed appeals before the Commissioner of Income Tax (Appeals) and ITAT. The Company has deposited Rs 15 with the department against these demands. The department has adjusted pending refunds amounting to Rs 450 against these demands.

## **Mindtree Limited**

### **Significant accounting policies and notes to the accounts (continued)**

**For the quarter and six months ended September 30, 2015**

**(Rupees in millions, except share and per share data, unless otherwise stated)**

The Company received a favourable order from the Commissioner of Income Tax (Appeals) for the year 2001-02 where in the Commissioner of Income Tax (Appeals) accepted the Company's contentions and quashed the demand raised. The Income tax department appealed against the above mentioned order with ITAT. ITAT, in an earlier year passed an order setting aside both the orders of the Commissioner of Income Tax (Appeals) as well as the Assessing Officer and remanded the matter back to the Assessing Officer for re-assessment. The Company preferred an appeal with the Hon'ble High Court of Karnataka against the order of the ITAT. The Hon'ble High Court of Karnataka has dismissed the appeal filed against the order of ITAT and upheld the order passed by the ITAT and accordingly the case is pending before Assessing Officer for re-assessment. The Assistant Commissioner of Income tax has completed the reassessment & has issued a draft assessment order with a revised demand amounting to Rs 198 due to transfer pricing adjustments. Management believes that the position taken by it on the matter is tenable and hence, no adjustment has been made to the financial statements. The Company has filed an appeal with Dispute Resolution Panel.

The Company has received the order from the Commissioner of Income Tax (Appeals) for the year 2004-05 and on the unfavorable grounds, the Company has a filed an appeal with ITAT.

The Company has appealed against the demands received for financial years 2002-03, 2003-04, 2004-05, 2005-06, 2006-07, 2007-08 and 2008-09. Based on favourable order received by the Company for the financial year 2001-02 from the Commissioner of Income Tax (Appeals) and an evaluation of the facts and circumstances, no provision has been made against the above orders in the financial statements.

- d) The Company received an assessment order for financial year 2006-07 for the erstwhile subsidiary Mindtree Wireless Private Limited from the Assistant Commissioner of Income-tax ('ACIT') with a demand amounting to Rs 39 on account of certain other disallowances/ transfer pricing adjustments made by income tax department. Management believes that the position taken by it on the matter is tenable and hence, no adjustment has been made to the financial statements. The Company has filed an appeal with Commissioner of Income Tax (Appeals) against the demand received.

The Company has received the order from the Commissioner of Income Tax (Appeals) wherein the Commissioner of Income Tax (Appeals) accepted the grounds in part and in respect of unfavorable grounds, the Company has filed an appeal before Income Tax Appellate Tribunal. The final order giving effect by the Assessing Officer is completed and the demand is reduced to Rs 33. The Company has deposited Rs 5 with the department against this demand.

- e) The Company has received a final assessment order for financial year 2009-10 from the Deputy Commissioner of Income Tax with a demand amounting to Rs 61 due to non-adjustment of brought forward losses and transfer pricing adjustments. Management believes that the position taken by it on the matter is tenable and hence, no adjustment has been made to the financial statements. The Company has filed an appeal with Commissioner of Income Tax (Appeals).

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.9 Commitments**

Estimated amount of contracts remaining to be executed on capital account and not provided for as at September 30, 2015 is Rs 286 (March 31, 2015: Rs 508).

**3.10 Value of imports on CIF basis**

Particulars	For the quarter ended September 30,	
	2015	2014
Capital goods	90	68
<b>Total</b>	<b>90</b>	<b>68</b>

  

Particulars	For the six months ended September 30,	
	2015	2014
Capital goods	154	170
<b>Total</b>	<b>154</b>	<b>170</b>

**3.11 Expenditure in foreign currency**

Particulars	For the quarter ended September 30,	
	2015	2014
Branch office expenses	4,289	3,478
Travel expenses	58	51
Professional charges	28	31
Others	131	87
<b>Total</b>	<b>4,506</b>	<b>3,647</b>

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

<b>Particulars</b>	<b>For the six months ended September 30,</b>	
	<b>2015</b>	<b>2014</b>
Branch office expenses	8,406	6,822
Travel expenses	124	116
Professional charges	48	42
Others	211	172
<b>Total</b>	<b>8,789</b>	<b>7,152</b>

**3.12 Earnings in foreign currency**

<b>Particulars</b>	<b>For the quarter ended September 30,</b>	
	<b>2015</b>	<b>2014</b>
Income from software development	10,431	8,620
Other income	2	1
<b>Total</b>	<b>10,433</b>	<b>8,621</b>

<b>Particulars</b>	<b>For the six months ended September 30,</b>	
	<b>2015</b>	<b>2014</b>
Income from software development	19,817	16,842
Other income	4	3
<b>Total</b>	<b>19,821</b>	<b>16,845</b>

**3.13** During the quarter and six months ended September 30, 2015, the Company has remitted in foreign currency dividend of Rs 5 and Rs 24 respectively (quarter and six months ended September 30, 2014: Rs 10 and Rs 16 respectively)

<b>Particulars</b>	<b>For the quarter ended September 30, 2015</b>	<b>For the quarter ended September 30, 2014</b>
Number of shares held	1,870,600	2,150,288
Number of shareholders	56	51
Amount remitted (in Rs)	5	10
Year to which dividend relates	First interim dividend 2015-16	Final and special dividend 2013-14

**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

Particulars	For the six months ended September 30, 2015	For the six months ended September 30, 2014
<b>Number of shares held</b>		
First interim dividend 2015-16	1,870,600	-
Final dividend 2014-15	1,867,400	-
Third interim dividend 2013-14	-	1,119,693
Final and special dividend 2013-14	-	2,150,288
<b>Number of shareholders</b>		
First interim dividend 2015-16	56	-
Final dividend 2014-15	55	-
Third interim dividend 2013-14	-	53
Final and special dividend 2013-14	-	51
<b>Amount Remitted (in Rs)</b>		
First interim dividend 2015-16	5	-
Final dividend 2014-15	19	-
Third interim dividend 2013-14	-	6
Final and special dividend 2013-14	-	10

### 3.14 Segmental reporting

The Company is structured into five verticals – RCM, BFSI, TMS, TH and Others. The Company considers business segment as the primary segment and geographical segment based on the location of customers as the secondary segment.

The accounting principles consistently used in the preparation of the financial statements are also consistently applied to record income and expenditure in individual segments.

Income and direct expenses in relation to segments are categorised based on items that are individually identifiable to that segment, while the remainder of costs are apportioned on an appropriate basis. Certain expenses are not specifically allocable to individual segments as the underlying services are used interchangeably. The Company therefore believes that it is not practical to provide segment disclosures relating to such expenses and accordingly such expenses are separately disclosed as unallocable and directly charged against total income.

The assets of the Company are used interchangeably between segments, and the management believes that it is currently not practical to provide segment disclosures relating to total assets and liabilities since a meaningful segregation is not possible.

**Mindtree Limited**

Significant accounting policies and notes to the accounts (continued)

For the quarter and six months ended September 30, 2015

(Rupees in millions, except share and per share data, unless otherwise stated)

**Business segments**

Statement of profit and loss	For the quarter ended September 30,	
	2015	2014
<b>Segment revenue</b>		
RCM	2,362	1,923
BFSI	2,694	2,027
TMS	3,558	2,904
TH	1,622	1,515
Others	446	517
<b>Total</b>	<b>10,682</b>	<b>8,886</b>
<b>Segment operating income</b>		
RCM	577	370
BFSI	384	159
TMS	611	693
TH	243	328
Others	205	209
<b>Total</b>	<b>2,020</b>	<b>1,759</b>
Unallocable expenses	(306)	(239)
<b>Profit for the period before interest, other income and tax</b>	<b>1,714</b>	<b>1,520</b>
Interest expense	(2)	-
Other income	191	241
<b>Net profit before taxes</b>	<b>1,903</b>	<b>1,761</b>
Income taxes	(434)	(387)
<b>Net profit after taxes</b>	<b>1,469</b>	<b>1,374</b>

**Mindtree Limited**

Significant accounting policies and notes to the accounts (continued)

For the quarter and six months ended September 30, 2015

(Rupees in millions, except share and per share data, unless otherwise stated)

Statement of profit and loss	For the six months ended September 30,	
	2015	2014
<b>Segment revenue</b>		
RCM	4,526	3,708
BFSI	5,088	3,944
TMS	6,674	5,661
TH	3,145	2,895
Others	872	1,113
<b>Total</b>	<b>20,305</b>	<b>17,321</b>
<b>Segment operating income</b>		
RCM	1,054	687
BFSI	675	360
TMS	1,145	1,339
TH	462	596
Others	396	465
<b>Total</b>	<b>3,732</b>	<b>3,447</b>
Unallocable expenses	(630)	(470)
<b>Profit for the period before interest, other income and tax</b>	<b>3,102</b>	<b>2,977</b>
Interest expense	(2)	-
Other income	556	451
<b>Net profit before taxes</b>	<b>3,656</b>	<b>3,428</b>
Income taxes	(817)	(760)
<b>Net profit after taxes</b>	<b>2,839</b>	<b>2,668</b>

**Geographical segments**

Revenues	For the quarter ended September 30,		For the six months ended September 30,	
	2015	2014	2015	2014
America	7,205	5,367	13,658	10,361
Europe	2,390	2,315	4,533	4,575
India	372	353	707	649
Rest of World	715	851	1,407	1,736
<b>Total</b>	<b>10,682</b>	<b>8,886</b>	<b>20,305</b>	<b>17,321</b>



**Mindtree Limited**  
**Significant accounting policies and notes to the accounts (continued)**  
**For the quarter and six months ended September 30, 2015**  
**(Rupees in millions, except share and per share data, unless otherwise stated)**

**3.15 Related party transactions**

<b>Name of related party</b>	<b>Nature of relationship</b>
Mindtree Software (Shanghai) Co., Ltd ('MSSCL'), Republic of China	Subsidiary
Discoverture Solutions L.L.C.	Subsidiary with effect from February 13, 2015.
Discoverture Solutions U.L.C.	Subsidiary with effect from February 13, 2015.
Discoverture Solutions Europe Limited	Subsidiary with effect from February 13, 2015.
Mindtree Foundation	Entity with common key managerial person
Bluefin Solutions Limited	Subsidiary with effect from July 16, 2015
Bluefin Solutions Inc.	Subsidiary with effect from July 16, 2015
Bluefin Solutions Sdn Bhd	Subsidiary with effect from July 16, 2015
Blouvin (Pty) Limited	Subsidiary with effect from July 16, 2015
Bluefin Solutions Pte Ltd	Subsidiary with effect from July 16, 2015
Relational Solutions, Inc	Subsidiary with effect from July 16, 2015
Coffee Day Global Limited Tanglin Developments Limited ('TDL') Mysore Amalgamated Coffee Estate Ltd	These entities are part of Coffee Day Group which through various entities and its promoters holds 19.73% equity stake in Mindtree, and the group has a nominee on the Mindtree Board.

*Transactions with the above related parties during the period were:*

<b>Name of related party</b>	<b>Nature of transaction</b>	<b>For the quarter ended September 30,</b>	
		<b>2015</b>	<b>2014</b>
Mindtree Software (Shanghai) Co., Ltd	Software services received	5	4
Mindtree Foundation	Donation paid	6	-
Discoverture Solutions L.L.C.	Software services rendered	46	-
	Software services received	15	-

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

Relational Solutions, Inc	Software license fees paid	3	-
Coffee Day Global Limited	Procurement of supplies	8	4
Tanglin Developments Limited	Leasing office buildings and land	96	78
	Advance/ deposits received back:		
	- towards electricity deposit/ charges	4	12
	- towards lease rentals	50	41
	Interest on advance towards electricity charges/ deposit	-	(1)

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

Name of related party	Nature of transaction	For the six months ended September 30,	
		2015	2014
Mindtree Software (Shanghai) Co., Ltd	Software services received	11	8
Mysore Amalgamated Coffee Estate Ltd	Reimbursement of travel expenses	1	-
Mindtree Foundation	Donation paid	24	13
Discoverture Solutions L.L.C.	Software services rendered	90	-
	Software services received	15	-
Relational Solutions, Inc	Software license fees paid	3	-
Coffee Day Global Limited	Procurement of supplies	10	8
Tanglin Developments Limited	Leasing office buildings and land	185	158
	Advances/ deposits paid		
	- towards electricity deposit/ charges	-	9
	Advance/ deposits received back:		
	- towards electricity deposit/ charges	16	27
	- towards lease rentals	96	72
Interest on advance towards electricity charges/ deposit	-	3	

**Mindtree Limited**

Significant accounting policies and notes to the accounts (continued)

For the quarter and six months ended September 30, 2015

(Rupees in millions, except share and per share data, unless otherwise stated)

*Balances payable to related parties are as follows:*

<b>Name of related party</b>	<b>As at September 30, 2015</b>	<b>As at March 31, 2015</b>
Mindtree Software (Shanghai) Co., Ltd	2	6
Discoverture Solutions L.L.C.	14	-
Coffee Day Global Limited	3	-

*Balances receivable from related parties are as follows:*

<b>Name of related party</b>	<b>Nature of transactions</b>	<b>As at September 30, 2015</b>	<b>As at March 31, 2015</b>
Discoverture Solutions L.L.C.	Trade receivables	15	22
Tanglin Developments Limited	Rental Advance	31	94
	Advance towards electricity charges	-	16
	Security deposit (including electricity deposit) returnable on termination of lease	342	375

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)****Key Managerial Personnel:**

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Subroto Bagchi	Executive Chairman
Krishnakumar Natarajan	CEO and Managing Director
N.S. Parthasarathy	Executive Director, President and Chief Operating Officer
Rostow Ramanan	Executive Director, Head – Europe, Service lines and Key Accounts
Dr. Albert Hieronimus	Non-Executive Vice Chairman and Independent Director
Apurva Purohit	Independent Director
Manisha Girotra	Independent Director
Prof. Pankaj Chandra	Independent Director
Ramesh Ramanathan	Independent Director
V.G.Siddhartha	Non-Executive Director
Jagannathan Chakravarthi*	Chief Financial Officer
Vedavalli Sridharan**	Company Secretary

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\*Appointed with effect from April 1, 2015.

\*\*Appointed with effect from June 22, 2015.

Remuneration to key managerial personnel during the quarter and six months ended September 30, 2015 amounts to Rs 29 and Rs 64 respectively (for the quarter and six months ended September 30, 2014 amounts to Rs 21 and Rs 127 respectively). Dividends paid to directors during the quarter ended and six months September 30, 2015 amounts to Rs 33 and Rs 142 respectively (for the quarter and six months ended September 30, 2014 amounts to Rs 65 and Rs 97 respectively).

The above remuneration excludes gratuity and compensated absences which cannot be separately identified from the composite amount advised by the actuary.

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)****3.16 Lease transactions**

Lease rental expense under non-cancellable operating lease during the quarter and six months ended September 30, 2015 amounted to Rs 104 and Rs 205 respectively (for the quarter and six months ended September 30, 2014: Rs 90 and Rs 171 respectively). Future minimum lease payments under non-cancellable operating lease are as below:

<b>Particulars</b>	<b>As at</b>	
	<b>September 30, 2015</b>	<b>March 31, 2015</b>
Payable -- Not later than one year	363	390
Payable -- Later than one year and not later than five years	452	541
Payable -- later than five years	98	106

Additionally, the Company leases office facilities and residential facilities under cancellable operating leases. The rental expense under cancellable operating lease during the quarter and six months ended September 30, 2015 was Rs 65 and Rs 128 (for the quarter and six months ended September 30, 2014: Rs 69 and Rs 140 respectively).

**3.17 Earnings per equity share**

Reconciliation of number of equity shares used in the computation of basic and diluted earnings per share is set out below:

<b>Particulars</b>	<b>For the quarter ended</b>		<b>For the quarter ended</b>	
	<b>September 30, 2015</b>		<b>September 30, 2014</b>	
	<b>Basic EPS</b>	<b>Diluted EPS</b>	<b>Basic EPS</b>	<b>Diluted EPS</b>
Weighted average number of equity shares outstanding during the quarter	83,801,509	83,801,509	83,597,764	83,597,764
Weighted average number of equity shares resulting from assumed exercise of employee stock options	-	245,793	-	402,104
Weighted average number of equity shares for calculation of earnings per share	83,801,509	84,047,302	83,597,764	83,999,868

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

Particulars	For the six months ended September 30, 2015		For the six months ended September 30, 2014	
	Basic EPS	Diluted EPS	Basic EPS	Diluted EPS
Weighted average number of equity shares outstanding during the period	83,776,665	83,776,665	83,541,410	83,541,410
Weighted average number of equity shares resulting from assumed exercise of employee stock options	-	256,625	-	399,366
Weighted average number of equity shares for calculation of earnings per share	83,776,665	84,033,290	83,541,410	83,940,776

**3.18 Auditor's remuneration**

Particulars	For the quarter ended September 30,		For the six months ended September 30,	
	2015	2014	2015	2014
Statutory audit	5	4	9	8
Certification	1	-	2	1
<b>Total</b>	<b>6</b>	<b>4</b>	<b>11</b>	<b>9</b>

**3.19** The Company has a development center at Gainesville, Florida, US. The state of Florida has offered various incentives targeted to the needs of the development center. The nature and the extent of the government grant is given below:

Nature of expenses	For the quarter ended September 30,	
	2015	2014
Grant towards workforce training	1	6
<b>Total</b>	<b>1</b>	<b>6</b>

Nature of expenses	For the six months ended September 30,	
	2015	2014
Grant towards workforce training	1	15
<b>Total</b>	<b>1</b>	<b>15</b>

The Company had availed a non-monetary grant of USD 950,000 for renovation of project facility. This grant is subject to fulfillment of certain conditions such as creation of minimum employment with specified average salary and capital investment at the development center at Gainesville, Florida, US.

**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)****3.20 Dues to micro, small and medium enterprises**

The Ministry of Micro, Small and Medium Enterprises has issued an office memorandum dated August 26, 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum in accordance with the 'Micro, Small and Medium Enterprises Development Act, 2006' ('the Act'). Accordingly, the disclosure in respect of the amounts payable to such enterprises as at September 30, 2015 has been made in the financial statements based on information received and available with the Company. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. The Company has not received any claim for interest from any supplier as at the balance sheet date.

<b>Particulars</b>	<b>For the quarter and six months ended</b>	
	<b>September 30, 2015</b>	<b>September 30, 2014</b>
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of accounting period;	Nil	Nil
The amount of interest paid by the buyer under the Act along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period;	Nil	Nil
the amount of interest due and payable for the period (where the principal has been paid but interest under the Act not paid);	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of accounting period; and	Nil	Nil
The amount of further interest due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	Nil	Nil



**Mindtree Limited****Significant accounting policies and notes to the accounts (continued)****For the quarter and six months ended September 30, 2015****(Rupees in millions, except share and per share data, unless otherwise stated)**

- 3.21** The financial statements are presented in Rs in million. Those items which are required to be disclosed and which are not presented in the financial statement due to rounding off to the nearest Rs in million are given as follows:

Balance Sheet items		<i>Amount in Rs</i>	
<b>Particulars</b>	<b>As at September 30, 2015</b>	<b>As at March 31, 2015</b>	
Interest accrued but not due on borrowings	229,044	-	
Provision for foreseeable losses on contracts	277,601	275,752	
Cash on hand	57,584	21,148	
12,640 (previous year: 12,640) equity shares in Worldcast Technologies Private Limited	126,400	126,400	

Statement of Profit and Loss items		<i>Amount in Rs</i>	
<b>Particulars</b>	<b>For the quarter ended September 30,</b>		
	<b>2015</b>	<b>2014</b>	
Finance cost	-	206,141	

<b>Particulars</b>	<b>For the six months ended September 30,</b>		
	<b>2015</b>	<b>2014</b>	
Finance cost	-	435,186	

- 3.22** As of the balance sheet date, the Company's net foreign currency exposure that is not hedged by a derivative instrument is given below:

<b>Particulars</b>	<b>As at September 30, 2015</b>	<b>As at March 31, 2015</b>	
Receivable	8,032	6,483	
Payable	(102)	(164)	

**Mindtree Limited**

**Significant accounting policies and notes to the accounts (continued)**

**For the quarter and six months ended September 30, 2015**

**(Rupees in millions, except share and per share data, unless otherwise stated)**

- 3.23** Corresponding figures for the previous period presented have been regrouped, where necessary, to conform to the current period's classification.

As per our report of even date attached  
**For Deloitte Haskins & Sells**

**For Mindtree Limited**

*Chartered Accountants*  
Firm Registration No.: 008072S

**V. Balaji**  
*Partner*  
Membership No. : 203685

**Subroto Bagchi**  
Chairman

**N. Krishnakumar**  
CEO & Managing Director

**Jagannathan  
Chakravarthi**  
Chief Financial Officer

**Vedavalli Sridharan**  
Company Secretary

Place: Bengaluru  
Date: October 15, 2015

Place: Bengaluru  
Date: October 15, 2015