# MINDTREE LIMITED AND SUBSIDIARIES CONSOLIDATED STATEMENT OF FINANCIAL POSITION

				ees in millions, except share data)	
	Note	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015	
	1000	10141 CH 01, 2017			
Assets					
Goodwill	5b	4,470	4,815	740	
Property, plant and equipment	4	3,991	4,383	4,651	
Intangible assets	5a	1,941	2,632	316	
Investments	6	58	62	12	
Deferred tax assets	17	624	435	493	
Non-current tax assets		1,130	962	834	
Other non-current assets	9	1,072	1,212	934	
Total non-current assets		13,286	14,501	7,980	
Trade receivables	7	8,962	9,728	6,963	
Other current assets	9	1,349	1,767	1,452	
Unbilled revenues		1,885	2,132	982	
Investments	6	5,869	2,266	5,490	
Derivative assets		37	53	24	
Cash and cash equivalents	8	2,508	2,332	3,763	
Total current assets		20,610	18,278	18,674	
Total assets		33,896	32,779	26,654	
Equity					
Share capital		1,680	1,678	837	
Share premium		1,444	1,376	2,152	
Retained earnings		23,308	21,156	18,107	
Other components of equity		(657)	(31)	184	
Equity attributable to owners of the company		25,775	24,179	21,280	
Total equity		25,775	24,179	21,280	
Liabilities					
Loans and borrowings	13	13	14	18	
Other non-current liabilities	15	301	851	337	
Total non-current liabilities		314	865	355	
Loans and borrowings	13	983	420	5	
Trade payables and accrued expenses	14	1,651	1,889	1,709	
Unearned revenue		505	344	225	
Current tax liabilities		323	346	239	
Derivative liabilities		-	1	3	
Employee benefit obligations	16	686	672	371	
Other current liabilities	15	3,149	3,313	2,027	
Provisions	15	510	750	440	
Total current liabilities		7,807	7,735	5,019	
Total liabilities		8,121	8,600	5,374	
Total equity and liabilities		33,896	32,779	26,654	

The accompanying notes form an integral part of these consolidated financial statements

# MINDTREE LIMITED AND SUBSIDIARIES CONSOLIDATED STATEMENT OF PROFIT OR LOSS

	(Rupees in millions, except share Year ended March 31,				
	Note	2017	2016		
D		52.264	46 720		
Revenues Cost of revenues	19	52,364 (36,500)	46,730 (31,591)		
	17	(50,500)	(51,571)		
Gross profit		15,864	15,139		
Selling, general and administrative expenses	19	(10,531)	(8,577)		
Results from operating activities		5,333	6,562		
Foreign exchange gain/(loss)		(136)	392		
Finance expenses		(191)	(161)		
Finance and other income	18	543	439		
Profit before tax		5,549	7,232		
Income tax expense	17	(1,389)	(1,694)		
Profit for the year	-	4,160	5,538		
Attributable to:	_				
Owners of the Company		4,160	5,538		
Non-controlling interests		-	-		
	-	4,160	5,538		
Earnings per equity share:	21				
Basic		24.77	33.03		
Diluted		24.73	32.94		
Weighted average number of equity shares used in com	puting earnings pe	er equity share:			
Basic		167,918,389	167,649,773		
Diluted		168,203,640	168,091,689		

The accompanying notes form an integral part of these consolidated financial statements

# MINDTREE LIMITED AND SUBSIDIARIES CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	(Rupees in millions, except share data) Year ended March 31,		
	2017	2016	
Profit for the year	4,160	5,538	
Other comprehensive income, net of taxes			
Items that will not be reclassified to profit or loss			
- Defined benefit plan actuarial gains/ (losses)	(8)	(27)	
Items that may be reclassified subsequently to profit or loss			
- Foreign currency translation difference relating to foreign operations	(610)	(217)	
- Net change in fair value of Investments	(3)	-	
Total other comprehensive income, net of taxes	(621)	(244)	
Total comprehensive income for the year	3,539	5,294	
Attributable to:			
Owners of the Company	3,539	5,294	
Non-controlling interests	-	-	
-	3,539	5,294	

The accompanying notes form an integral part of these consolidated financial statements

#### MINDTREE LIMITED AND SUBSIDIARIES CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

					1			(Rup		, except snare data)
					0	Other components of	of equity			
Particulars	No. of shares	Share capital	Share premium	Retained earnings	Share based payment reserve	Other reserves	Foreign Currency Translation Reserve	Equity attributable to owners of the Company	Non- controlling interests	Total equity
Balance as at April 1, 2015	83,732,372	837	2,152	18,107	30	154		21,280		21,280
Issue of equity shares on exercise of options/ restricted shares	160,716	2	43	10,107	50	-	-	45	-	21,280
Issue of Bonus shares	83,893,088	839	-			_	-	839	_	839
Amount utilised for bonus shares	05,055,000	-	(839)	-	-	-	-	(839)	-	(839)
Profit for the year		-	-	5,538	-	-	-	5,538	-	5,538
Other comprehensive income		-	-	-	-	(27)	-	(27)	-	(27)
Transferred to securities premium reserve		-	20	-	(20)	-	-	-	-	-
Compensation cost related to employee share based payment transaction		-	-	-	49	-	-	49	-	49
Cash dividend paid (including dividend tax thereon)		-	-	(2,489)	-	-	-	(2,489)	-	(2,489)
Exchange differences on translation of foreign operations		-	-	-	-	-	(217)	(217)	-	(217)
As at March 31, 2016	167,786,176	1,678	1,376	21,156	59	127	(217)	24,179	-	24,179
Balance as at April 1, 2016	167,786,176 239,370	1,678 2	1,376	21,156	59	127	(217)	24,179 8	-	24,179
Issue of equity shares on exercise of options/ restricted shares Profit for the year	239,370	2	0	4,160		-	-	8 4,160	-	8 4,160
Other comprehensive income		-	-	4,100	-	(11)	-	4,100	-	4,100
Transferred to securities premium reserve		-	62		(62)	(11)	-	(11)	_	(11)
Compensation cost related to employee share based payment transaction		-	-	-	54	-	-	54	-	54
Cash dividend paid (including dividend tax thereon)		-	-	(2,005)	-	-	-	(2,005)	-	(2,005)
Other adjustments		-	-	(3)	-	-	3	-	-	-
Exchange differences on translation of foreign operations		-	-		-	-	(610)	(610)	-	(610)
As at March 31, 2017	168,025,546	1,680	1,444	23,308	51	116	(824)	25,775	-	25,775

The accompanying notes form an integral part of these consolidated financial statements

#### (Rupees in millions, except share data)

#### MINDTREE LIMITED AND SUBSIDIARIES CONSOLIDATED STATEMENT OF CASH FLOW

	(Rupees in millions, e	-
	Year ended M	,
	2017	201
Cash flow from operating activities		
Profit for the year	4,160	5,538
Adjustments for :		
Depreciation of property, plant and equipment	1,273	1,339
Amortisation of intangibles	575	309
Amortization of stock compensation	54	90
Finance expenses	191	161
Income tax expense	1,389	1,694
Interest / dividend income	(111)	(277
Loss/ (gain) on sale of property, plant and equipment	(9)	54
Gain on sale of Investments	(177)	(36
Net gain on financial assets designated at fair value through profit and loss	(146)	(113
Reversal of liability towards acquisition of businesses recognised in the statement of profit and loss	(45)	-
Unrealised exchange difference on liability towards acquisition of businesses	(100)	-
Unrealised exchange difference on derivatives	14	(31
Effect of exchange differences on translation of foreign	42	(105
currency cash and cash equivalents	72	(105
Changes in operating assets and liabilities		
Trade receivables	650	(1,804
Unbilled revenues	247	(1,304
Other assets	538	131
Trade payables and accrued expenses Unearned revenues	(271) 161	(126
Other liabilities		
	(129) 8,306	<u> </u>
Net cash provided by operating activities before taxes		
Income taxes paid Net cash provided by operating activities	<u>(1,771)</u> <b>6,535</b>	(1,972 4,200
	0,555	4,200
Cash flow from investing activities	(971)	(1.504
Expenditure on property, plant and equipment	(871)	(1,584
Proceeds from sale of property, plant and equipment	25	269
Payment of deferred consideration liabilities	(467)	(293
Purchase of business/acquisition	-	(6,285
Interest income received from Investments	51	254
Dividend income received	8	73
Purchase of Investments	(13,171)	(10,062
Proceeds from sale of mutual funds	9,892	13,385
Net cash used in/provided by investing activities	(4,533)	(4,243
Cash flow from financing activities		
issue of share capital (net of issue expenses paid)	8	24
Finance expenses	(2)	(3
Repayment of loans and borrowings	(383)	(5
Proceeds from short-term borrowings	935	415
Dividends paid (including distribution tax)	(1,934)	(2,151
Net cash used in financing activities	(1,376)	(1,720
Effect of exchange differences on translation of foreign	(55)	92
currency cash and cash equivalents		
Net (decrease)/increase in cash and cash equivalents	571	(1,671
Cash and cash equivalents at the beginning of the year	1,937	3,608

Cash and cash equivalents at the end of the year (Note 8)	2,508	

1,937

# 1. Company overview

Mindtree Limited ('Mindtree' or 'the Company') together with its subsidiaries Mindtree Software (Shanghai) Co. Ltd, Discoverture Solutions L.L.C., Discoverture Solutions Europe Limited (liquidated w.e.f July 05, 2016), Bluefin Solutions Limited, Bluefin Solutions Inc., Bluefin Solutions Sdn Bhd, Blouvin (Pty) Limited, Bluefin Solutions Pte Ltd, Relational Solutions, Inc. and Magnet 360, LLC, Reside LLC, M360 Investments, LLC and Numercial Truth, LLC, collectively referred to as 'the Group' is an international Information Technology consulting and implementation Group that delivers business solutions through global software development. The Group is structured into four industry verticals – Retail, CPG and Manufacturing (RCM), Banking, Financial Services and Insurance (BFSI), Technology, Media and Services (TMS), Travel and Hospitality (TH). The Group offers services in the areas of agile, analytics and information management, application development and maintenance, business process management, business technology consulting, cloud, digital business, independent testing, infrastructure management services, mobility, product engineering and SAP services.

The Company is a public limited company incorporated and domiciled in India and has its registered office at Bengaluru, Karnataka, India and has offices in India, United States of America, United Kingdom, Japan, Singapore, Malaysia, Australia, Germany, Switzerland, Sweden, South Africa, UAE, Netherlands, Canada, Belgium, France, Ireland, Poland and Republic of China. The Company has its primary listings on the Bombay Stock Exchange and National Stock Exchange in India. The consolidated financial statements were authorized for issuance by the Company's Board of Directors on April 20, 2017.

# 2. Basis of preparation of financial statements

# (a) Statement of compliance

The consolidated financial statements as at and for the year ended March 31, 2017 have been prepared in accordance with International Financial Reporting Standards and its interpretations ("IFRS"), as issued by the International Accounting Standards Board ("IASB").

## (b) Basis of measurement

The consolidated financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value as required by relevant IFRS:

- i. Derivative financial instruments;
- ii. Certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments);
- iii. Share based payment transactions;
- iv. Defined benefit and other long-term employee benefits

# (c) Functional and presentation currency

The consolidated financial statements are presented in Indian rupees, which is the functional currency of the parent company and the currency of the primary economic environment in which the entity operates. All financial information presented in Indian rupees has been rounded to the nearest million except share and per share data.

# (d) Use of estimates and judgement

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the consolidated financial statements is included in the following notes:

*i) Revenue recognition:* The Group uses the percentage of completion method using the input (cost expended) method to measure progress towards completion in respect of fixed price contracts. Percentage of completion method accounting relies on estimates of total expected contract revenue and costs. This method is followed when reasonably dependable estimates of the revenues and costs applicable to various elements of the contract can be made. Key factors that are reviewed in estimating the future costs to complete include estimates of future labor costs and productivity efficiencies. Because the financial reporting of these contracts depends on estimates that are assessed continually during the term of these contracts, recognized revenue and profit are subject to revisions as the contract progresses to completion. When estimates indicate that a loss will be incurred, the loss is provided for in the year in which the loss becomes probable.

*ii) Income taxes:* The Company's two major tax jurisdictions are India and the U.S., though the Company also files tax returns in other foreign jurisdictions. Significant judgments are involved in determining the provision for income taxes, including the amount expected to be paid or recovered in connection with uncertain tax positions. Also refer to Note 15.

*iii) Other estimates:* The preparation of financial statements involves estimates and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the uncollectability of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required. The stock compensation expense is determined based on the Company's estimate of equity instruments that will eventually vest.

### 3. Significant accounting policies

(i) Basis of consolidation

#### Subsidiaries

The consolidated financial statements incorporate the financial statements of the Parent Company and entities controlled by the Parent Company (its subsidiaries).

Control exists when the parent has power over an investee, exposure or rights to variable returns from its involvement with the investee and ability to use its power to affect those returns. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences until the date control ceases.

The financial statement of subsidiaries are consolidated on a line-by-line basis and intragroup balances and transactions including un-realized gain/ loss from such transactions are eliminated upon consolidation. The financial statements are prepared by applying uniform policies in use at the Group.

(ii) Functional and presentation currency

Items included in the consolidated financial statements of each of the Company's subsidiaries are measured using the currency of the primary economic environment in which these entities operate (i.e. the "functional currency"). The consolidated financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of Mindtree Limited.

(iii) Foreign currency transactions and balances

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of profit or loss and reported within foreign exchange gains/ (losses).

Non-monetary assets and liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction.

For the purposes of presenting the consolidated financial statements assets and liabilities of Group's foreign operations with functional currency different from the Company are translated into Company's functional currency i.e. INR using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used.

Exchange differences arising, if any are recognised in other comprehensive income and accumulated in equity.

On the disposal of foreign operation, all of the exchange differences accumulated in equity in respect of that operation attributable to the owners of the Company are reclassified to the statement of profit and loss.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the exchange rate in effect at the balance sheet date.

#### (iv) Financial instruments

All financial instruments are recognised initially at fair value. Transaction costs that are attributable to the acquisition of the financial asset (other than financial assets recorded at fair value through profit or loss) are included in the fair value of the financial assets. Purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date. Loans and borrowings and payable are recognised net of directly attributable transactions costs.

For the purpose of subsequent measurement, financial instruments of the group are classified in the following categories: non-derivative financial assets comprising amortised cost, debt instruments at fair value through other comprehensive income (FVTOCI), equity instruments at FVTOCI or fair value through profit and loss account (FVTPL), non-derivative financial liabilities at amortised cost or FVTPL and derivative financial instruments (under the category of financial assets or financial liabilities) at FVTPL.

The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

### a) Non-derivative financial assets

#### (i) Financial assets at amortised cost

A financial asset shall be measured at amortised cost if both of the following conditions are met:

- (a) the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and
- (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding (SPPI)

They are presented as current assets, except for those maturing later than 12 months after the reporting date which are presented as non-current assets. Financial assets are measured initially at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method, less any impairment loss.

Financial assets at amortised cost are represented by trade receivables, security deposits, cash and cash equivalents, employee and other advances and eligible current and non-current assets.

Cash and cash equivalents comprise cash on hand and in banks and demand deposits with banks which can be withdrawn at any time without prior notice or penalty on the principal.

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand and are considered part of the Company's cash management system.

#### (ii) Debt instruments at FVTOCI

A debt instrument shall be measured at fair value through other comprehensive income if both of the following conditions are met:

- (a) the objective of the business model is achieved by both collecting contractual cash flows and selling financial assets and
- (b) the asset's contractual cash flow represent SPPI

Debt instruments included within FVTOCI category are measured initially as well as at each reporting period at fair value plus transaction costs. Fair value movements are recognised in other comprehensive income (OCI). However, the group recognises interest income, impairment losses & reversals and foreign exchange gain loss in statement of profit and loss account. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from equity to profit and loss. Interest earned is recognised under the effective interest rate (EIR) model.

#### (iii) Equity instruments at FVTOCI

All equity instruments are measured at fair value. Equity instruments held for trading is classified as FVTPL. For all other equity instruments, the group may make an irrevocable election to present subsequent changes in the fair value in OCI. The group makes such election on an instrument-by-instrument basis.

If the group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividend are recognised in OCI. There is no recycling of the amount from OCI to statement of profit and loss, even on sale of the instrument. However, the group may transfer the cumulative gain or loss within the equity.

#### (iv) Financial assets at FVTPL

FVTPL is a residual category for financial assets. Any financial asset which does not meet the criteria for categorization as at amortised cost or as FVTOCI, is classified as FVTPL.

In addition, the Group may elect to designate the financial asset, which otherwise meets amortised cost or FVTOCI criteria, as FVTPL if doing so eliminates or significantly reduces a measurement or recognition inconsistency. The Group has not designated any financial asset as FVTPL.

Financial assets included within the FVTPL category are measured at fair values with all changes in the statement of profit and loss.

b) Non-derivative financial liabilities

- (i) Financial liabilities at amortised cost: Financial liabilities at amortised cost represented by borrowings, trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest rate method.
- (ii) Financial liabilities at FVTPL: Financial liabilities at FVTPL represented by contingent consideration are measured at fair value with all changes recognised in the statement of profit or loss

#### C) Derivative financial instruments

The Group holds derivative financial instruments such as foreign exchange forward and option contracts to mitigate the risk of changes in foreign exchange rates on foreign currency assets or liabilities and forecasted cash flows denominated in foreign currencies. The counterparty for these contracts is generally a bank.

Derivatives are recognized and measured at fair value. Attributable transaction costs are recognized in statement of income as cost.

(*i*) Cash flow hedges: Changes in the fair value of the derivative hedging instrument designated as a cash flow hedge are recognized in other comprehensive income and presented within equity in the cash flow hedging reserve to the extent that the hedge is effective. To the extent that the hedge is ineffective, changes in fair value are recognized in the statement of income. If the hedging instrument no longer meets the criteria for hedge accounting, expires or is sold, terminated or exercised, then hedge accounting is discontinued prospectively. The cumulative gain or loss previously recognized in the cash flow hedging reserve is transferred to the statement of income upon the occurrence of the related forecasted transaction.

(*ii*) Others: Changes in fair value of foreign currency derivative instruments not designated as cash flow hedges and the ineffective portion of cash flow hedges are recognized in the statement of profit or loss and reported within foreign exchange gains/ (losses), net under results from operating activities.

(v) Property, plant and equipment

*a) Recognition and measurement:* Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset.

b) Depreciation: The Group depreciates property, plant and equipment over the estimated useful life on a straight-line basis from the date the assets are available for use. Assets acquired under finance lease and leasehold improvements are amortized over the shorter of estimated useful life or the related lease term. The estimated useful lives of assets for the current and comparative period of significant items of property, plant and equipment are as follows:

Category	Useful life
Buildings	5 to 30 years
Computer systems	2 to 3 years
Furniture, fixtures and equipment	3 to 7 years
Vehicles	4 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the statement of profit or loss when incurred. The cost and related accumulated depreciation are eliminated from the consolidated financial statements upon sale or disposition of the asset and the resultant gains or losses are recognized in the statement of profit or loss.

Deposits and Amounts paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under capital work- in-progress.

#### (vi) Business combination, Goodwill and Intangible assets

Business combinations are accounted for using the purchase (acquisition) method. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. The cost of acquisition also includes the fair value of any contingent consideration. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value on the date of acquisition.

Transaction costs incurred in connection with a business combination are expensed as incurred.

## a) Goodwill

The excess of the cost of acquisition over the Company's share in the fair value of the acquiree's identifiable assets, liabilities and contingent liabilities is recognized as goodwill. If the excess is negative, a bargain purchase gain is recognized immediately in the statements of profit or loss.

## b) Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairments. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The estimated useful lives of intangibles are as follows:

Category	Useful life
Intellectual property	5 years
Computer software	2 to 3 years
Business alliance relationships	4 years
Customer relationships	3 to 5 years
Vendor relationship	5 to 10 years
Trade name	10 years
Technology	10 years
Non-compete agreement	5 years

#### (vii) Leases

Leases under which the Group assumes substantially all the risks and rewards of ownership are classified as finance leases. When acquired, such assets are capitalized at fair value 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 on a straight line basis in the statement of profit or loss over the lease term.

## (viii) Impairment

## a) Financial assets

In accordance with IFRS 9, the Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss. The group follows 'simplified approach' for recognition of impairment loss allowance on trade receivable.

The application of simplified approach does not require the group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 month ECL.

Lifetime ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

(i) All contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the

expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument; (ii) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

As a practical expedient, the Group uses a provision matrix to determine impairment loss on portfolio of its trade receivable. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward- looking estimates. At every reporting date, the historical observed default rates are updated and changes in forward-looking estimates are analysed.

Financial assets measured at amortised cost, contractual revenue receivable: ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write off criteria, the group does not reduce impairment allowance from the gross carrying amount.

#### b) Non-financial assets

The Group assesses at each reporting date whether there is any objective evidence that a non financial asset or a group of non financial assets is impaired. If any such indication exists, the Group estimates the amount of impairment loss.

An impairment loss is calculated as the difference between an asset's carrying amount and the recoverable amount. Losses are recognised in statement of profit or loss and reflected in an allowance account. When the Group considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through statement of profit or loss.

The recoverable amount of an asset or cash-generating unit (as defined below) is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit").

The goodwill acquired in a business combination is, for the purpose of impairment testing, allocated to cash-generating units that are expected to benefit from the synergies of the combination.

Goodwill is tested for impairment on an annual basis and whenever there is an indication that goodwill may be impaired, relying on a number of factors including operating results, business plans and future cash flows. For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the Group's cash generating units(CGU) or groups of CGU's expected to benefit from the synergies arising from the business combination. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets. Impairment occurs when the carrying amount of a CGU including the goodwill, exceeds the estimated recoverable amount of the CGU. The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. Value-in-use is the present value of future cash flows expected to be derived from the CGU.

Total impairment loss of a CGU is allocated first to reduce the carrying amount of goodwill allocated to the CGU and then to the other assets of the CGU prorata on the basis of the carrying amount of each asset in the CGU. An impairment loss on goodwill is recognised in statement of profit or loss and is not reversed in the subsequent period.

#### (ix) Employee Benefits

The Group participates in various employee benefit plans. Post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Group's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks fall on the employee. The expenditure for defined contribution plans is recognized as expense during the period when the employee provides service. Under a defined benefit plan, it is the Group's obligation to

provide agreed benefits to the employees. The related actuarial and investment risks fall on the Group. The present value of the defined benefit obligations is calculated using the projected unit credit method.

The Group has the following employee benefit plans:

# a) Social security plans

Employees Contributions payable to the social security plans, which are a defined contribution scheme, are charged to the statement of profit or loss in the period in which the employee renders services.

# b) Gratuity

In accordance with the Payment of Gratuity Act, 1972, the Company provides for a lump sum payment to eligible employees, at retirement or termination of employment based on the last drawn salary and years of employment with the Company. The gratuity fund is managed by the Life Insurance Corporation of India (LIC), ICICI Prudential Life Insurance Company and SBI Life Insurance Company. The Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. The Group has applied IAS 19 (as revised in June 2011) Employee Benefits ('IAS 19R') and the related consequential amendments effective April 1, 2013. As a result, all actuarial gains or losses are immediately recognized in other comprehensive income and permanently excluded from profit or loss. Further, the profit or loss does not include an expected return on plan assets. Instead net interest recognized in profit or loss is calculated by applying the discount rate used to measure the defined benefit obligation to the net defined benefit liability or asset. The actual return on the plan assets above or below the discount rate is recognized as part of re-measurement of net defined liability or asset through other comprehensive income.

## c) Compensated absences

The employees of the Group are entitled to compensated absences. The employees can carry forward a portion of the unutilised accumulating compensated absences and utilise it in future periods or receive cash at retirement or termination of employment. The Group records an obligation for compensated absences in the period in which the employee renders the services that increases this entitlement. The Group measures the expected cost of compensated absences as the additional amount that the Group expects to pay as a result of the unused entitlement that has accumulated at the end of the reporting period. The Group recognizes accumulated compensated absences based on actuarial valuation. Non-accumulating compensated absences are recognized in the period in which the absences occur. The Group recognizes actuarial gains and losses immediately in the statement of profit or loss.

## (x) Share based payment transaction

Employees of the Group receive remuneration in the form of equity settled instruments, for rendering services over a defined vesting period. Equity instruments granted are measured by reference to the fair value of the instrument at the date of grant.

The expense is recognized in the statement of profit or loss with a corresponding increase to the share based payment reserve, a component of equity.

The equity instruments generally vest in a graded manner over the vesting period. The fair value determined at the grant date is expensed over the vesting period of the respective tranches of such grants (accelerated amortization). The stock compensation expense is determined based on the Group's estimate of equity instruments that will eventually vest.

The fair value of the amount payable to the employees in respect of phantom stock, which are settled in cash, is recognized as an expense with a corresponding increase in liabilities, over the period during which the employees become unconditionally entitled to payment. The liability is remeasured at each reporting date and at settlement date based on the fair value of the Phantom stock options plan. Any changes in the liability are recognized in statement of profit or loss.

(xi) Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Group from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

(xii) Revenue

The Group derives revenue primarily from software development and related services. The Group recognizes revenue when the significant terms of the arrangement are enforceable, services have been delivered and the collectability is reasonably assured. The method for recognizing revenues and costs depends on the nature of the services rendered:

## a) Time and materials contracts

Revenues and costs relating to time and materials contracts are recognized as the related services are rendered.

# *b) Fixed-price contracts*

Revenues from fixed-price contracts are recognized using the "percentage-of-completion" method. Percentage of completion is determined based on project costs incurred to date as a percentage of total estimated project costs required to complete the project. The cost expended (or input) method has been used to measure progress towards completion as there is a direct relationship between input and productivity.

If the Group does not have a sufficient basis to measure the progress of completion or to estimate the total contract revenues and costs, revenue is recognized only to the extent of contract cost incurred for which recoverability is probable.

When total cost estimates exceed revenues in an arrangement, the estimated losses are recognized in the statement of profit or loss in the period in which such losses become probable based on the current contract estimates.

'Unbilled revenues' represent cost and earnings in excess of billings as at the end of the reporting period.

'Unearned revenues' represent billing in excess of revenue recognized. Advance payments received from customers for which no services are rendered are presented as 'Advance from customers'.

## c) Maintenance contracts

Revenue from maintenance contracts is recognized ratably over the period of the contract using the "percentage-of-completion" method. When services are performed through an indefinite number of repetitive acts over a specified period of time, revenue is recognized on a straight line basis over the specified period or under some other method that better represents the stage of completion.

In arrangements for software development and related services and maintenance services, the Group has applied the guidance in IAS 18, Revenue, by applying the revenue recognition criteria for each separately identifiable component of a single transaction. The arrangements generally meet the criteria for considering software development and related services as separately identifiable components. For allocating the consideration, the Group has measured the revenue in respect of each separable component of a transaction at its fair value, in accordance with principles given in IAS 18

The Group accounts for volume discounts and pricing incentives to customers by reducing the amount of revenue recognized at the time of sale.

Revenues are shown net of sales tax, value added tax, service tax and applicable discounts and allowances.

The Group accrues the estimated cost of post contract support services at the time when the revenue is recognized. The accruals are based on the Group's historical experience of material usage and service delivery costs.

#### (xiii) Finance income and expense

Finance income consists of interest income on funds invested, dividend income and gains on the disposal of FVTPL financial assets. Interest income is recognized as it accrues in the statement of profit or loss, using the effective interest method.

Dividend income is recognized in the statement of profit or loss on the date that the Group's right to receive payment is established.

Finance expenses consist of interest expense on loans and borrowings and impairment losses recognized on financial assets (other than trade receivables). Borrowing costs are recognized in the statement of profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through profit or loss.

#### (xiv) Income tax

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit or loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

#### a) Current income tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. The Group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously.

## b) Deferred income tax

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred income tax asset are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

(xv) Earnings per share

Basic earnings per share is computed using the weighted average number of equity shares outstanding during the year.

Diluted EPS is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. Dilutive potential equity shares are determined independently for each year presented. The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares, as appropriate.

#### (xvi) Research and development costs

Research costs are expensed as incurred. Development costs are expensed as incurred unless technical and commercial feasibility of the project is demonstrated, future economic benefits are probable, the Group has an intention and ability to complete and use or sell the software and the costs can be measured reliably.

During the period of development, the asset is tested for impairment annually.

(xvii) Government grants

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

(i) the Group 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 or 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 Group 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 fair value.

## New standards and interpretations adopted

# **IFRS 9 Financial Instruments:**

The Group has elected to early adopt IFRS 9. IFRS 9 has introduced new requirements for classification, measurement and derecognition of financial assets, liabilities and hedge accounting. The impairment model of financial instruments in IFRS 9 is based on the premise of providing for expected losses.

The Group has applied the changes retrospectively and has restated the comparatives in accordance with the transition provisions under IFRS 9. Refer note 6 for impact on account of adoption of IFRS 9.

## New standards and interpretations not yet adopted

a) **IFRS 15 Revenue from Contracts with Customers**: In May 2014, the IASB issued IFRS 15, Revenue from Contracts with Customers. The standard replaces IAS 11 Construction Contracts, IAS 18 Revenue, IFRIC 13 Customer Loyalty Programmes, IFRIC 15 Agreements for the Construction of Real Estate, IFRIC 18 Transfer of Assets from Customers and SIC-31 Revenue – Barter Transactions Involving Advertising Services.

The new standard applies to contracts with customers. The core principle of the new standard is that an entity should recognize revenue to depict transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Further, the new standard requires enhanced disclosures about the nature, timing and uncertainty of revenues and cash flows arising from the entity's contracts with customers. The new standard offers a range of transition options. An entity can choose to apply the new standard to its historical transactions - and retrospectively adjust each comparative period. Alternatively, an entity can recognize the cumulative effect of applying the new standard at the date of initial application - and make no adjustments to its comparative information. The chosen transition option can have a significant effect on revenue trends in the financial statements. A change in the timing of revenue recognition may require a corresponding change in the timing of recognition of related costs.

The standard is effective for annual periods beginning on or after 1 January 2018, with early adoption permitted under IFRS. The Group is currently evaluating the requirements of IFRS 15, and has not yet determined the impact on the consolidated interim financial statements.

b) **IFRS 16 Leases:** On January 13, 2016, the International Accounting Standards Board issued the final version of IFRS 16, Leases. IFRS 16 will replace the existing leases Standard, IAS 17 Leases, and related Interpretations. The Standard sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. IFRS 16 introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value. Currently, operating lease expenses are charged to the statement of comprehensive income. The Standard also contains enhanced disclosure requirements for lessees. IFRS 16 substantially carries forward the lessor accounting requirements in IAS 17. The effective date for adoption of IFRS 16 is annual periods beginning on or after January 1, 2019, though early adoption is permitted for companies applying IFRS 15 Revenue from Contracts with Customers. The Group is yet to evaluate the requirements of IFRS 16 and the impact on the consolidated financial statements.

# 4. Property, plant and equipment

Particulars	Land	Buildings	Computer systems	Furniture, fixtures and equipment	Vehicles	Total	
Gross carrying value:							
As at April 1, 2015	97	2,839	2,041	3,535	29	8,541	
Additions	-	417	644	586	-	1,647	
Disposal/Adjustments	13	993	69	159	-	1,234	
Translation Adjustment Loss/(Gain)	-		4	1	-	5	
Acquisition through business combination	-		133	86	-	219	
As at March 31, 2016	84	2,263	2,745	4,047	29	9,168	
Accumulated depreciation/impairment:		· · · ·					
As at April 1, 2015	7	497	1,397	2,338	5	4,244	
Depreciation	1	216	567	419	9	1,212	
Disposal/Adjustments	1	360	69	158	-	588	
Translation Adjustment Loss/(Gain)	-		4	2	-	6	
Acquisition through business combination	-		99	56	-	155	
As at March 31, 2016	7	353	1,990	2,653	14	5,017	
Capital work-in-progress			· · · · ·		· · · ·	232	
Net carrying value as at March 31, 2016	77	1,910	755	1,394	15	4,383	
Gross carrying value:							
As at April 1, 2016	84	2,263	2,745	4,047	29	9,168	
Additions	-	227	430	280	-	937	
Disposal/Adjustments	-		125	35	-	160	
Translation Adjustment Loss/(Gain)	-		16	5	-	21	
As at March 31, 2017	84	2,490	3,034	4,287	29	9,924	
Accumulated depreciation/impairment:		· · · ·					
As at April 1, 2016	7	353	1,990	2,653	14	5,017	
Depreciation	1	207	569	488	8	1,273	
Disposal/adjustments	-		109	35	-	144	
Translation Adjustment Loss/(Gain)	-		14	7	-	21	
As at March 31, 2017	8	560	2,436	3,099	22	6,125	
Capital work-in-progress						192	
Net carrying value as at March 31, 2017	76	1,930	598	1,188	7	3,991	

The depreciation expense for the year ended March 31, 2017 and March 31, 2016 is included in the following line items in the statement of profit or loss.

Particulars	Year end	led March 31,
	2017	2016
Cost of revenues	1,172	1,075
Selling, general and administrative expenses	101	137
Total	1,273	1,212

# 5. Intangible assets and Goodwill

a. Intangible assets

Particulars	Intellectual property	Computer software	Business Alliance Relationships	Customer Relationships	Non compete agreement	Vendor Relationship	Tradename	Technology	Total
Gross carrying value:									
As at April 1, 2015	67	922	71	111	24	-	-	-	1,195
Additions	-	90	-	-	-	-	-	-	90
Disposal/Adjustments	-	5	-	-	-	-	-	-	5
Translation Adjustment Loss/(Gain)	-	-	-	44	-	11	9	(11)	53
Acquisition through business combination	-	16	-	1,346	30	739	327	257	2,715
As at March 31, 2016	67	1,023	71	1,413	54	728	318	268	3,942
Accumulated amortisation/impairment:									
As at April 1, 2015	65	804	3	6	1	-	-	-	879
Amortisation	1	118	18	205	6	50	19	19	436
Disposal/Adjustments	-	5	-	-	-	-	-	-	5
Translation Adjustment Loss/(Gain)	-	-	-	7	-	2	1	(1)	9
Acquisition through business combination	-	9	-	-	-	-	-	-	9
As at March 31, 2016	66	926	21	204	7	48	18	20	1,310
Net carrying value as at March 31, 2016	1	97	50	1,209	47	680	300	248	2,632
Gross carrying value:									
As at April 1, 2016	67	1,023	71	1,413	54	728	318	268	3,942
Additions	-	40	-	-	-	-	-	-	40
Disposal/Adjustments	-	3	-	-	-	-	-	-	3
Translation Adjustment Loss/(Gain)	-	1	-	151	1	47	32	6	238
As at March 31, 2017	67	1,059	71	1,262	53	681	286	262	3,741
Accumulated amortisation/impairment:									
As at April 1, 2016	66	926	21	204	7	48	18	20	1,310
Amortisation	-	82	18	306	11	99	33	26	575
Disposal/Adjustments	-	3	-	-	-	-	-	-	3
Translation Adjustment Loss/(Gain)	-	(1)	-	61	-	16	6	-	82
As at March 31, 2017	66	1,006	39	449	18	131	45	46	1,800
Net carrying value as at March 31, 2017	1	53	32	813	35	550	241	216	1,941
Estimated useful life (in years) Estimated remaining useful life (in years)	-	2 - 3 0.04 - 1.94	4	3 - 5 1 - 3.75	5 3 - 3.75	5 - 10 3.25 - 8.75	10 8.25 - 8.75	10 8.25	

The amortisation expense for the year ended March 31, 2017 and March 31, 2016 is included in the following line items in the statement of profit or loss.

Particulars	Year ended March 31,			
	2017	2016		
Cost of revenues	528	396		
Selling, general and administrative expenses	47	40		
Total	575	436		

The aggregate amount of research and development expense recognized in the statement of profit and loss for year ended March 31, 2017 is Rs 321 (Rs 313 for the year ended March 31, 2016)

## b. Goodwill

Particulars	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Balance at the beginning of the period	4,815	740	740
Translation Adjustment Loss/(Gain)	345	204	-
Acquisition through business combination	-	4,279	-
Balance at the end of the period	4,470	4,815	740

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to the cash generate units (CGU) or groups of CGU's, which benefit from the synergies of the acquisition. The chief operating decision maker reviews the goodwill for any impairment at the operating segment level, which is represented through groups of CGU's.

The entire goodwill on acquisition of Discoverture is allocated to the operating segment 'BFSI" and of RSI to the operating segment "RCM".

The goodwill on acquisitions of Bluefin and Magnet has been allocated as follows:

Particulars	Bluefin	Magnet
RCM	1,749	757
BFSI	59	286
TMS	304	706
TH	40	39
Total	2,152	1,788

The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-inuse. The fair value of a CGU is determined based on the market capitalization. The value-in-use is determined based on specific calculations. These calculations use pre-tax cash flow projections over a period of five years, based on financial budgets approved by management and an average of the range of each assumption mentioned below.

As of March 31, 2017, the estimated recoverable amount of the CGU exceeded its carrying amount, hence impairment is not triggered. The key assumptions used for the calculations are as follows:

	As at		
	March 31, 2017	March 31, 2016	
Discount rate	15.6% - 19.6%	21.7%	

The above discount rate is based on the Weighted Average Cost of Capital (WACC) of the Company. These estimates are likely to differ from future actual results of operations and cash flows.

#### 6. Investments

Investments in liquid and short term mutual fund units, non-convertible bonds, term deposits, unlisted equity securities and preference shares are classified as Investments.

Cost and fair value of the above are as follows:

Particulars	As at
	March 31, 2017
Non-current	
Investment in non-convertible bonds, unlisted equity securities	
Cost	59
Gross unrealised holding gains (losses)	(1)
Fair value	58
Current	
Investment in non-convertible bonds, term deposits, liquid and	
short-term mutual funds	
Cost	5,683
Gross unrealised holding gains	186
Gross unrealised holding (losses)	-
Fair value	5,869
Total Investments	5,927

#### As at March 2016 and April 1, 2015

Particulars	As at	As at
	March 31, 2016	April 1, 2015
Non-current		
Investment in non-convertible bonds, unlisted equity securities and preference shares		
Cost	59	9
Gross unrealised holding gains	3	3
Fair value	62	12
Current		
Investment in non-convertible bonds, term deposits, liquid and short-term mutual funds		
Cost	2,105	5,346
Gross unrealised holding gains	164	148
Gross unrealised holding (losses)	(3)	(4)
Fair value	2,266	5,490
Total Investments	2,328	5,502

# Impact on account of adoption of IFRS 9

Certain investments which were earlier carried at fair value through other comprehensive income under IAS 39, Financial Instruments: Recognition and measurement are now carried at fair value through profit or loss and amortised cost under IFRS 9.

Details showing the changes in the classification and the corresponding differences on transition, in carrying amounts as of March 31, 2016:

As per IAS 39		As per IFRS 9	
Category	Carrying value	Category	Carrying value
Available for sale financial assets*	1,916	Fair value through profit or loss	1,916
Available for sale financial assets*	100	Amortised cost	100
Amortised cost	250	Amortised cost	250
	2,266	_	2,266
		-	
Available for sale financial assets*	1	Fair value through othe comprehensive income	r 1
Available for sale financial assets*	11	Fair value through othe comprehensive income	r 11
Available for sale financial assets*	50	Amortised cost	50
	62	-	62
	2,328		2,328
	Category Available for sale financial assets* Available for sale financial assets* Amortised cost Available for sale financial assets* Available for sale financial assets*	Category       Carrying value         Available for sale financial assets*       1,916         Available for sale financial assets*       100         Amortised cost       250         Available for sale financial assets*       1         Available for sale financial assets*       50         62       62	Category       Carrying value       Category         Available for sale financial assets*       1,916       Fair value through profit or loss         Available for sale financial assets*       100       Amortised cost         Amortised cost       250       Amortised cost         Available for sale financial assets*       1       Fair value through othe comprehensive income         Available for sale financial assets*       1       Fair value through othe comprehensive income         Available for sale financial assets*       11       Fair value through othe comprehensive income         Available for sale financial assets*       50       Amortised cost

\* Fair value changes through other comprehensive income

Details showing the changes in the classification and the corresponding differences on transition, in carrying amounts as of April 1, 2015:

	As per IAS 39		As per IFRS 9	
Instrument	Category	Carrying value	Category	Carrying value
(i) Current Investments in Mutual Funds (quoted) Investment in non-convertible bonds (quoted)	Available for sale financial assets* Available for sale financial assets*	4,790	Fair value through profit or loss Amortised cost	4,790
Investments in term deposit (unquoted) Total	Amortised cost	700 5,490		700 5,490
(i) Non current Investments in equity instruments (unquoted)	Available for sale financial assets*	1	- Fair value through oth	er 1
Investments in preference shares (unquoted)	Available for sale financial assets*	11	comprehensive income Fair value through oth	er 11
Investments in non-convertible bonds (quoted)	Available for sale financial assets*	-	comprehensive income Amortised cost	
Total		12	-	12
Total Investments		5,502	-	5,502

\* Fair value changes through other comprehensive income

# 7. Trade receivables

Particulars	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Trade receivables	9,068	9,854	7,046
Allowance for doubtful trade receivable	(106)	(126)	(83)
Total	8,962	9,728	6,963

The Group uses a provision matrix to determine impairment loss on portfolio of its trade receivable. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in forward-looking estimates are analysed.

		Ageing			
	1-90 days	91-180 days	181-360 days	More than 360 days	
Default rate	0.2%	3%	25%	40%	

\*In case of probability of non-collection, default rate is 100%

Movement in the expected credit loss allowance:

Particulars	For the year ended		
	March 31,	March 31,	
	2017	2016	
Balance at the beginning of the			
year	126	83	
Movement in expected credit loss allowance on trade			
receivables calculated at lifetime expected credit losses	(20)	43	
Provision at the end of the year			
·	106	126	

# 8. Cash and cash equivalents

Cash and cash equivalents consist of the following:

Particulars	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Cash balances	-	1	-
Current and time deposits with banks #	2,508	2,331	3,763
Cash and cash equivalents in the interim statement			
of financial position	2,508	2,332	3,763
Book overdrafts used for cash management purposes			
(Refer note 15)	-	(395)	(155)
Cash and cash equivalents in the statement of cash			
flow	2,508	1,937	3,608

#Balance with banks amounting to Rs 346, Rs 343 and Rs 5 as of March 31, 2017, March 31, 2016 and April 1, 2015 respectively includes unpaid dividends and dividend payable.

The deposits maintained by the Group with banks comprise of time deposits, which can be withdrawn by the Group at any point without prior notice or penalty on the principal.

Particulars	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Non-current			
Capital advances	27	42	107
Security deposits	667	655	614
Prepaid expenses	152	171	196
Service tax credit receivable	1	138	-
Others	225	206	17
	1,072	1,212	934
Current			
Prepaid expenses	760	820	526
Advance to employees	282	417	232
Advance to suppliers	39	94	249
Interest accrued and not due	21	19	99
Deposits	12	38	136
Others	235	379	210
	1,349	1,767	1,452
Total	2,421	2,979	2,386

# 9. Other assets

# 10. Equity

#### a) Share capital and share premium

The Group has only one class of equity shares. The authorized share capital of the Group is 800,000,000 equity shares of Rs 10 each. Par value of the equity shares is recorded as share capital and the amount received in excess of the par value is classified as share premium.

The Issued, subscribed and paid-up capital of the Group is 168,025,546 equity shares of Rs 10 each amounting to Rs 1,680.

The Group has only one class of shares referred to as equity shares having a par value of Rs 10.

Each holder of the equity share, as reflected in the records of the Group 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 Group declares and pays dividends in Indian rupees. A final dividend, including tax thereon, on common stock is recorded as a liability on the date of approval by the shareholders.

In the event of liquidation of the Group, the holders of equity shares will be entitled to receive any of the remaining assets of the Group 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.

An interim dividend, including tax thereon, is recorded as a liability on the date of declaration by the board of directors.

Indian law mandates that any dividend be declared out of distributable profits only. The remittance of dividends outside India is governed by Indian law on foreign exchange and is subject to applicable taxes.

The amount of per share dividend recognized as distributions to equity shareholders for the year ended March 31, 2017, year ended March 31, 2016 and March 31, 2015 was Rs 10, Rs 23 and Rs 17 respectively.

The Board of Directors at its meeting held on April 18, 2016 had recommended a final dividend of 30% (Rs 3 per equity share of par value Rs 10 each). The proposal was approved by shareholders at the Annual General Meeting held on July 19, 2016, this has resulted in a cash outflow of Rs 589, inclusive of dividend tax of Rs 86. Also, the Board of Directors at its meeting held on October 21, 2016, January 19, 2017 and March 27, 2017 had declared an interim dividend of 30% (Rs 3 per equity share of par value of Rs 10 each) for the quarter ended September 30, 2016, 20% (Rs 2 per equity share of par value of Rs 10 each) for the quarter ended December 31, 2016 and 20% (Rs 2 per equity share of par value of Rs 10 each) for the quarter ended March 31, 2017. Further, the Board of Directors at its meeting held on April 20, 2017 have recommended a final dividend of 30% (Rs 3 per equity share of par value of Rs 10 each) which is subject to approval of shareholders. If approved, this would result in a cash outflow of approximately Rs 607, inclusive of dividend tax.

#### b) Retained earnings

Retained earnings comprises of the prior years' undistributed earnings after taxes. A portion of these earnings amounting to Rs 87 is not freely available for distribution.

#### c) Share based payment reserve

The share based payment reserve is used to record the value of equity-settled share based payment transactions with employees. The amounts recorded in share based payment reserve are transferred to share premium upon exercise of stock options by employees.

#### d) Other reserve

Changes in the fair value of equity instruments is recognized in other comprehensive income (net of taxes), and presented within equity in other reserve.

#### e) Foreign currency translation reserve

Exchange difference relating to the translation of the results and net assets of the company's foreign operations from their functional currencies to the Group's presentation currency are recognized directly in other comprehensive income and accumulated in the foreign currency translation reserve.

11. The Group has allotted 83,893,088 and 41,765,661 fully paid up equity shares during the quarter ended March 31, 2016 and June 30, 2014 respectively, 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 Group has not bought back any equity shares. The Group has not allotted any equity shares as fully paid up without payment being received in cash.

## 12. Employee stock incentive plans

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

## Program 1 [ESOP 1999]

This plan was terminated on September 30, 2001 and there are no options outstanding as at March 31, 2017, March 31, 2016 and April 1, 2015.

## Program 2 [ESOP 2001]

Options under this program have been granted to employees at an exercise price of Rs 50 per option (Rs. 12.5 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

Particulars	Year ended March 31,			
	2017		2016	
	Number of share options	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the year	18,360	12.50	32,976	21.25
Granted during the year	-	-	-	-
Exercised during the year	14,228	12.50	10,894	25.00
Lapsed during the year	2,452	12.50	3,722	20.14
Forfeited during the year	-	-	-	-
Outstanding options, end of the year	1,680	12.50	18,360	12.50
Options vested and exercisable, end of the year	1,680	12.50	18,360	12.50

April 30, 2006. The contractual life of each option is 11 years after the date of grant.

# Program 3 [ESOP 2006 (a)]

This plan was terminated on October 25, 2006 and there are no options outstanding as at March 31, 2017, March 31, 2016 and April 1, 2015.

#### 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.

	Year ended March 31,			
	2017		2016	
Particulars	Number of share options	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the year		-	74,000	265.07
Granted during the year		-	-	-
Exercised during the year	-	-	74,000	265.07
Lapsed during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Outstanding options, end of the year	-	-	-	-
Options vested and exercisable, end of the year	-	-	-	-

## 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 new option is entitled to 1 equity share of Rs 10 each.

Particulars	Year ended March 31,			
	2017		2016	
	Number of share options	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the year	152,336	106.50	159,244	163.19
Granted during the year	-	-	-	-
Exercised during the year	6,880	119.63	6,908	239.25
Lapsed during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Outstanding options, end of the year	145,456	105.88	152,336	106.50
Options vested and exercisable, end of the year	145,456	105.88	152,336	106.50

# 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.

	Year ended March 31,			
	2017		2016	
Particulars	Number of share options	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the year	40,000	123.25	60,000	226.42
Granted during the year	-	-	-	-
Exercised during the year	40,000	123.25	20,000	309.50
Lapsed during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Outstanding options, end of the year	-	-	40,000	123.25
Options vested and exercisable, end of the year	-	-	40,000	123.25

# Program 7 [ESOP 2010A]

In-principle approvals for administering the seventh stock option program i.e. ESOP 2010 (A) have been received by the Group 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 March 31, 2017, March 31, 2016 and April 1, 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.

Particulars	Year ended March 31,			
	2017	2016		
	Number of share options	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the year	-	-	-	-
Granted during the year	178,262	10.00	48,914	10.00
Exercised during the year	178,262	10.00	48,914	10.00
Lapsed during the year	-	-	-	-
Forfeited during the year	-	-	-	-
Outstanding options, end of the year	-	-	-	-
Options vested and exercisable, end of the year	-		-	-

#### Other stock based compensation arrangements

The Group 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 March 31, 2017 are given below:

Particulars	Phantom stock options plan
Total no. of units/ shares	1,195,000
Vested units/ shares	-
Lapsed units/ shares	537,750
Forfeited units/ shares	-
Cancelled units/ shares	-
Outstanding units/shares as at the end of the year	657,250
Contractual life	2 years
Date of grant	21-Oct-15
Price per share/ unit	Grant price of Rs 686

Particulars	ERSP 2012 Plan**
Outstanding units/shares as at the beginning of	342,700
the period	
Number of units/shares covered under letters of	80,000
intent issued	
Vested units/ shares	143,030
Lapsed units/ shares	4,970
Forfeited units/ shares	74,500
Cancelled units/ shares	-
Outstanding units/shares as at the end of the	200,200
year	
Contractual life	1-4 years
Date of grant*	18-Jul-13, 12-May-15, 21-Oct-15,
	27-Oct-15, 25-Feb-16, 24-Aug-16
Price per share/ unit*	Exercise price of Rs 10

\*Based on Letter of Intent

\*\*Excludes direct allotment of shares

The following tables summarize information about the options/ shares outstanding under various programs as at March 31, 2017, March 31, 2016 and April 1, 2015.

Particulars		As at March 31, 2017		
	Number of options/shares	Weighted average remaining contractual life (in years)	Weighted average exercise price (in Rs)	
Program 2 Program 5	1,680 145,456	0.50 0.33	12.50 105.88	

Particulars	1	As at March 31, 2016		
	Number of options/shares	Weighted average remaining contractual life (in years)	Weighted average exercise price (in Rs)	
Program 2	18,360	0.67	12.50	
Program 5	152,336	1.33	106.50	
DSOP 2006	40,000	0.04	123.25	

Particulars	As at April 1, 2015*		
	Number of options/shares	Weighted average remaining contractual life (in years)	Weighted average exercise price (in Rs)
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

\*Pre bonus issue. Refer note 11

The weighted average fair value of each unit under the above mentioned ERSP 2012 plan, granted during the year ended was Rs 501.21 using the Black-Scholes model with the following assumptions:

	As at March 31	
	2017	
Weighted average grant date share price	526.23	
Weighted average exercise price	Rs 10	
Dividend yield %	2.62%	
Expected life	1-2 years	
Risk free interest rate	6.75%	
Volatility	89.10%	

# 13. Loans and borrowings

A summary of loans and borrowings is as follows:

Particulars	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Non-current			
Unsecured long-term loan and borrowings	13	14	18
	13	14	18
Current			
Current portion of unsecured long-term loan and			
borrowings	5	5	5
Secured bank loans	36	415	-
Short term borrowings	942	-	-
-	983	420	5
Total	996	434	23

Unsecured 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 Non-current 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 commencing

from June 2011. The project implementation period was a moratorium period ended May 2011 and the Group was not liable for repayment of installments and interest during the said period. However, the interest accrued during the period is amortized and is payable in 3 equal annual installments commencing from June 2011. Any delay in repayment entails a liability of 12% p.a. compounded monthly for the period of delay.

Secured bank loans represent the packing credit loan from bank secured against receivables, which has been repaid during the year ended March 31, 2017.

Short term borrowings represent the commercial paper offering from HDFC bank taken during the year ended March 31, 2017.

#### 14. Trade payables and accrued expenses

Trade payables and accrued expenses consist of the following:

Particulars	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Trade payables	699	734	753
Accrued expenses	952	1,155	956
Total	1,651	1,889	1,709

#### 15. Other liabilities and provisions

Particulars	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Non-current			
Others	301	851	337
	301	851	337
Current			
Book Overdraft	-	395	155
Advances from customers	67	44	27
Dividend payable (including dividend tax)**	404	336	-
Employee and other liabilities	1,300	1,173	1,438
Statutory dues payable	409	469	249
Other liabilities	969	896	158
	3,149	3,313	2,027
Total	3,450	4,164	2,364
Current			
Provisions			
Provision for discount	414	667	367
Provision for disputed dues*	81	76	68
Provision for post contract support services	8	7	5
Provision for forseeable losses on contracts	7	-	-
Total	510	750	440

Note:

\*Represents disputed tax dues provided pursuant to unfavourable order received from the tax authorities against which the Group has preferred an appeal with the relevant authority.

\*\*Represents interim dividend declared on March 27, 2017 and on March 23, 2016

#### **Provision for discount**

Provision for discount are for volume discounts and pricing incentives to customers accounted for by reducing the amount of revenue recognized at the time of sale.

Particulars	For the year ended March 31,		
	2017	2016	
Balance as at beginning of the year	667'	367	
Provisions made during the year	462	490	
Utilisations during the year	(663)	(172)	
Released during the year	(52)	(18)	
Provision as at the end of the year	414	667	

## Provision for post contract support services

Provision for post contract support services represents cost associated with providing sales support services which are accrued at the time of recognition of revenues and are expected to be utilized within a period of one year

Particulars	For the year ended March 31,	
	2017	2016
Balance as at beginning of the year	7	5
Provisions made during the year	1	2
Released during the year	-	-
Provision as at the end of the year	8	7

## **Provision for disputed dues**

Particulars	For the year ended March 31,	
	2017	2016
Balance as at beginning of the year	76	68
Provisions made during the year	5	8
Released during the year	-	-
Provision as at the end of the year	81	76

#### Provision for foreseeable losses on contracts

Provision for foreseeable losses on contracts represents excess of estimated cost over the future revenues to be recognised and expected to be utilized within a period of one year

Particulars	For the year ended March 31,	
	2017	2016
Balance as at beginning of the year	-	-
Provisions made during the year	7	-
Released during the year	-	-
Provision as at the end of the year	7	-

# 16. Employee benefit obligations

Employee benefit obligations comprises of following:

Particulars	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Gratuity	91	134	15
Compensated absences	595	538	356
Total	686	672	371

# 17. Income tax expense

Income tax expense in the statement of profit or loss consists of:

Particulars -	Year ende	Year ended March 31,		
	2017	2016		
Current taxes				
In respect of the current period	1,577	1,896		
Deferred taxes				
In respect of the current period	(188)	(202)		
Grand total	1,389	1,694		

Income tax expense has been allocated as follows:

Particulars	Year ended March 31,		
	2017	2016	
Income tax expense as per the statement of profit or loss	1,389	1,694	
Income tax included in other comprehensive income on:			
- Net loss / (gain) on investment in equity shares at FVTOCI	1	-	
- Net loss/ (gain) on remeasurement of defined benefit plan	2	6	
	3	6	
Total	1,386	1,688	

The reconciliation between the provision of income tax of the Group and amounts computed by applying the Indian statutory income tax rate to profit before taxes is as follows:

Particulars	Year ended March 31,		
	2017	2016	
Profit before tax	5,549	7,232	
Enacted income tax rate in India	34.61%	34.61%	
Computed expected tax expense	1,921	2,503	
Effect of:			
Income exempt from tax	(1,024)	(1,241)	
Temporary differences reversed during the tax holiday period	16	13	
Expenses that are not deductible in determining taxable profit	113	237	
Diffferent tax rates of branches operating in other jurisdictions	364	143	
Income subject to different tax rates	(14)	(28)	
Others	13	67	
Total income tax expense	1,389	1,694	

The tax rates under Indian Income Tax Act, for the period ended March 31, 2017 and March 31, 2016 is 34.61% and 34.61% respectively.

The Group has not created deferred tax assets on the following:

Particulars	As at	As at	
	March 31, 2017	March 31, 2016	
Unused tax losses (long term capital loss) which expire in			
- FY 2016-17	2	2	
- FY 2018-19	163	163	
- FY 2019-20	34	34	
- FY 2021-22	48	48	
- FY 2022-23	28	28	
- FY 2023-24	22	-	
Unused tax losses of foreign jurisdiction	149	152	

The components of deferred tax assets are as follows: Deferred tax assets/(liabilities) as at March 31, 2017 in relation to:

Particulars	As at April 1, 2016	Recognised in profit and loss	Recognised in Other Comprehensive Income	Recognised directly in equity	As at March 31, 2017
Property, plant and equipment	254	72	-	-	326
Provision for doubtful debts	22	(8)	-	-	14
Provision for compensated absence	203	59	-	-	262
Intangibles	(337)	98	-	-	(239)
Others	126	1	-		127
Net gain on fair value of mutual funds	(30)	(34)	-	-	(64)
FVTOCI financial investments	(1)	-	1	l -	-
Deferred tax related to Net loss/(gain) on remeasurements of					
defined benefit plans recognised in OCI during the year	-	-	-	-	
MAT Credit entitlement	198	-	-	-	198
	435	188	1	- 1	624

Deferred tax assets/(liabilities) as at March 31, 2016 in relation to:

Particulars	As at April 1, 2015	Recognised in profit and loss	Recognised in Other Comprehensive Income	Recognised directly in equity	As at March 31, 2016
Property, plant and equipment	205	49	-	-	254
Provision for doubtful debts	16	6	-	-	22
Provision for compensated absence	117	86	-	-	203
Intangibles	(67)	49	-	(319)	(337)
Others	111	15	-		126
Net gain on fair value of mutual funds	(27)	(3)	-	-	(30)
FVTOCI financial investments	(1)	-	-	-	(1)
Deferred tax related to Net loss/(gain) on remeasurements of					
defined benefit plans recognised in OCI during the year	(6)	-	6	-	-
MAT Credit entitlement	145	-	-	53	198
	493	202	6	(266)	435

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

The Group 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.

A substantial portion of the profits of the Group's India operations are exempt from Indian income taxes being profits attributable to export operations from undertakings situated in Special Economic Zone (SEZ). Under the Special Economic Zone Act, 2005 scheme, units in

designated special economic zones providing service on or after April 1, 2005 will be eligible for a deduction of 100 percent of profits or gains derived from the export of services for the first five years from commencement of provision of services and 50 percent of such profits and gains for a further five years. Certain tax benefits are also available for a further five years subject to the unit meeting defined conditions.

Dividend income from certain category of investments is exempt from tax. The difference between the reported income tax expense and income tax computed at statutory tax rate is primarily attributable to income exempt from tax.

Pursuant to the changes in the Indian income tax laws in fiscal 2007, Minimum Alternate Tax (MAT) has been extended to income in respect of which deduction is claimed under the tax holiday schemes discussed above; consequently, the Company has calculated its tax liability for current domestic taxes after considering MAT. The excess tax paid under MAT provisions over and above normal tax liability can be carried forward and set-off against future tax liabilities computed under normal tax provisions.

The Group is also subject to tax on income attributable to its permanent establishments in the foreign jurisdictions due to operation of its foreign branches and subsidiaries.

Particulars	Year ended March 31,	
	2017	2016
Interest income on financial assets at amortised cost	104	204
Net gain on sale of investments in mutual funds	177	36
Gain on sale of property, plant and equipment	8	-
Dividend income from investments in mutual funds	8	73
Net gain on financial assets designated at fair value		
through profit and loss	146	113
Others	100	13
Total	543	439

#### **18.** Finance and other income

Particulars	Year ended March 31,		
	2017	2016	
Employee benefits	34,125	27,992	
Travel expenses	2,208	2,249	
Communication expenses	752	634	
Sub-contractor charges	3,071	2,969	
Computer consumables	825	651	
Legal and Professional charges	512	510	
Power and fuel	313	316	
Rent	981	796	
Repairs to buildings	57	58	
Repairs to machinery	50	47	
Insurance	99	67	
Rates and taxes	152	159	
Other expenses	2,038	2,072	
Depreciation charges - PPE	1,273	1,212	
Impairment loss on goodwill and Amortisation charges	575	436	
Total cost of revenues, selling, general and			
administrative expenses	47,031	40,168	

# 19. Expenses by nature

# 20. Employee benefits

Particulars	Year ended March 31,		
	2017	2016	
Salaries and wages	31,992	26,128	
Contribution to provident and other funds	1,882	1,589	
Expense on employee stock based compensation	54	90	
Staff welfare expenses	197	185	
Total	34,125	27,992	

The employee benefit cost is recognized in the following line items in the statement of profit or loss:

Particulars	Year ended March 31,		
	2017	2016	
Cost of revenues	28,438	23,867	
Selling, general and administrative expenses	5,687	4,125	
Total	34,125	27,992	

Defined benefit plans

Amount recognized in the statement of profit or loss in respect of gratuity cost (defined benefit plan) is as follows:

Particulars	Year ended March 31,		
	2017	2016	
Gratuity Cost			
Service cost	97	88	
Net interest on net defined liability/(asset)	4	1	
Re-measurement - actuarial gain/(loss) recognised in OCI	10	33	
Net gratuity cost	111	122	
Assumptions			
Interest rate	6.80%	7.80%	
Salary increase	4.00%	6.00%	

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.

The expected return on plan assets is based on expectation of the average long term rate of return expected on investments of the fund during the estimated term of the obligations.

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Change in projected benefit obligations			
Obligations at the beginning of the year	517	411	365
Service cost	97	91	79
Interest cost	36	29	29
Benefits settled	(73)	(50)	(55)
Actuarial (gain)/loss - Experience	13	60	(31)
Actuarial (gain)/loss – demographic assumptions	3	-	3
Actuarial (gain)/loss – financial assumptions	(2)	(24)	21
Obligations at end of the year	591	517	411
Change in plan assets			
Plan assets at the beginning of the year, at fair			
value	376	396	363
Interest income on plan assets	32	29	32
Re-measurement - actuarial gain/(loss)	_	(2)	3
Return on plan assets greater/(lesser) than	4	3	53
discount rate	1.5.4		
Contributions	154	-	-
Benefits settled	(66)	(50)	(55)
Plan assets at the end of the year, at fair			
value	500	376	396

The following table sets out the status of the gratuity plan.

Historical Information: -					
Particulars		As at	March 31,		
	2017	2016	2015	2014	2013
Present value of defined benefit obligation	(591)	(517)	(411)	(365)	(324)
Fair Value of Plan	500	376	396	363	313
Asset/ (liability) recognized	(91)	(141)	(15)	(2)	(11)

The experience adjustments, meaning difference between changes in plan assets and obligations expected on the basis of actuarial assumption and actual changes in those assets and obligations are as follows:

Particulars	As at March 31, 2017	As at March 31, 2016
Experience adjustment on plan liabilities	14	36
Experience adjustment on plan assets	(4)	(1)

# **Sensitivity Analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below:

	As at March 31, 2017		As at March 31, 2016		As at April 1, 2015	
	Increase	Decrease	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(29)	32	(26)	29	(21)	29
Future salary growth (1% movement)	31	(29)	28	(26)	23	(26)

	As at	As at	As at
Particulars	March 31, 2017 N	March 31, 2016	April 1, 2015
Within 1 year	98	77	68
1-2 year	104	86	77
2-3 year	110	95	85
3-4 year	119	101	96
4-5 year	129	117	108
5-10 year	605	603	565

Maturity profile of defined benefit obligation:

The Group expects to contribute Rs 110 to its defined benefit plans during the next fiscal year.

As at March 31, 2017, March 31, 2016 and April 1, 2015, 100% of the plan assets were invested in insurer managed funds.

The Group has established an income tax approved irrevocable trust fund to which it regularly contributes to finance liabilities of the plan. The fund's investments are managed by certain insurance companies as per the mandate provided to them by the trustees and the asset allocation is within the permissible limits prescribed in the insurance regulations.

#### 21. Earnings per equity share

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

Particulars	Year ended March 31, 2017 Ma					Year ended arch 31, 2016
	<b>Basic EPS</b>	Diluted EPS	<b>Basic EPS</b>	Diluted EPS		
Weighted average number of equity shares outstanding during the year	167,918,389	167,918,389	167,649,773	167,649,773		
Weighted average number of equity shares resulting from assumed exercise of employee stock options	-	285,251	-	441,916		
Weighted average number of equity shares for calculation of earnings per share	167,918,389	168,203,640	167, 649,773	168,091,689		

**22.** The Group 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	Year ended	March 31,
-	2017	2016
Grant towards workforce training	5	15
Total	5	15

The Group had availed a 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.

The Group's subsidiary Bluefin has claimed R&D tax relief under UK corporation tax rules. Bluefin undertakes R&D activities and incurs qualifying revenue expenditure which is entitled to an additional deduction under UK corporation tax rules, details of which are given below.

Nature of expenses	Year ende	d March 31,
	2017	2016
Grant towards R & D credit	48	59
Total	48	59

As at March 31, 2017, the grant recognized in the balance sheet is Rs 33. (As at March 31, 2016: Rs 59 and April 1, 2015: Rs Nil)

#### 23. Operating leases

The Group has various operating leases, mainly for office buildings including land. Lease rental expense under such non-cancellable operating lease during the year ended March 31, 2017 and March 31, 2016 amounted to Rs 467 and Rs 488 respectively.

Future minimum lease payments under non-cancellable operating lease as at March 31, 2017 is as below:

Minimum lease payments	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Payable – Not later than one year	297	372	414
Payable – Later than one year and not later than five years	513	475	585
Payable – Later than five years	313	258	286

Additionally, the Group leases office facilities and residential facilities under cancellable operating leases. The rental expense under cancellable operating lease during the year ended March 31, 2017 and March 31, 2016 amounted to Rs 514 and Rs 378 respectively.

## 24. Financial instruments

#### Financial instruments by category

The carrying value and fair value of financial instruments by categories as at March 31, 2017, March 31, 2016 and April 1, 2015 is as follows: As at March 31, 2017

Particulars	Financial assets/ liabilities at fair value through profit or loss	Financial assets/liabilities measured at amortized cost	Financial assets at fair value through OCI	Total carrying amount	Fair value
Assets					
Trade receivables	-	8,962	-	8,962	8,962
Unbilled revenue	-	1,885	-	1,885	1,885
Investments	5,159	760	8	5,927	5,927
Cash and cash equivalents	-	2,508	-	2,508	2,508
Derivative assets	37	-	-	37	37
Other assets	-	1,191	-	1,191	1,191
Total assets	5,196	15,306	8	20,510	20,510
Liabilities					
Loans and borrowings	-	996	-	996	996
Trade payables and accrued expenses	-	1,651	-	1,651	1,651
Derivative Liabilities	-	-	-	-	-
Contingent consideration	1,001	-	-	1,001	1,001
Other liabilities	-	1,862	-	1,862	1,862
Total liabilities	1,001	4,509	-	5,510	5,510

Particulars	Financial assets/ liabilities at fair value through profit or loss	Financial assets/liabilities measured at amortized cost	Financial assets at fair value through OCI	Total Carrying amount	Fair value
Assets					
Trade receivables	-	9,728	-	9,728	9,728
Unbilled revenue	-	2,132	-	2,132	2,132
Investments	1,916	400	12	2,328	2,328
Cash and cash equivalents	-	2,332	-	2,332	2,332
Derivative assets	53	-	-	53	53
Other assets	-	1,460	-	1,460	1,460
Total assets	1,969	16,052	12	18,033	18,033
Liabilities					
Loans and borrowings	-	434	-	434	434
Trade payables and accrued expenses	-	1,889	-	1,889	1,889
Derivative Liabilities	1	-	-	1	1
Contingent consideration	1,431	-	-	1,431	1,431
Other liabilities	-	1,748	-	1,748	1,748
Total liabilities	1,432	4,071	-	5,503	5,503

Particulars	Financial assets/ liabilities at fair value through profit or loss	Financial assets/liabilities measured at amortized cost	Financial assets at fair value through OCI	Total Carrying amount	Fair value
Assets					
Trade receivables	-	6,963	-	6,963	6,963
Unbilled revenue	-	982	-	982	982
Investments	4,790	700	12	5,502	5,502
Cash and cash equivalents	-	3,763	-	3,763	3,763
Derivative assets	24	-	-	24	24
Other assets	-	1,099	-	1,099	1,099
Total assets	4,814	13,507	12	18,333	18,333
Liabilities					
Loans and borrowings	-	23	-	23	23
Trade payables and accrued expenses	-	1,709	-	1,709	1,709
Derivative Liabilities	3	-	-	3	3
Contingent consideration	458	-	-	458	458
Other liabilities	-	1,507	-	1,507	1,507
Total liabilities	461	3,239	-	3,700	3,700

The management assessed that fair value of cash and short-term deposits, trade receivables, other current assets, trade payables, book overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

- i) Long-term fixed-rate and variable-rate receivables/borrowings are evaluated by the Group based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected losses of these receivables.
- ii) The fair value of the quoted bonds and mutual funds are based on price quotations at reporting date. The fair value of unquoted instruments, loans from banks and other financial liabilities, as well as other non-current financial liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities. In addition to being sensitive to a reasonably possible change in the forecast cash flows or discount rate, the fair value of the equity instruments is also sensitive to a reasonably possible change in the growth rates. The valuation requires management to use unobservable inputs in the model, of which the significant unobservable inputs are disclosed in the tables below. Management regularly assesses a range of reasonably possible alternatives for those significant unobservable inputs and determines their impact on the total fair value.

- iii) Fair values of the Group's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non- performance risk as at 31 March 2017 was assessed to be insignificant.
- iv) The fair values of the unquoted equity shares have been estimated using a DCF model. The valuation requires management to make certain assumptions about the model inputs, including forecast cash flows, discount rate, credit risk and volatility/ the probabilities of the various estimates within the range can be reasonably assessed and are used in management's estimate of fair value for these unquoted equity investments.
- v) The fair values of the remaining FVTOCI financial assets are derived from quoted market prices in active markets.
- vi) The Group enters into derivative financial instruments with various counterparties, principally financial institutions with investment grade credit ratings. Interest rate swaps, foreign exchange forward contracts are valued using valuation techniques, which employs the use of market observable inputs. The most frequently applied valuation techniques include forward pricing and swap models, using present value calculations. The models incorporate various inputs including the credit quality of counterparties, foreign exchange spot and forward rates, yield curves of the respective currencies, currency basis spreads between the respective currencies, interest rate curves etc. As at March 31, 2017 the marked-to-market value of derivative asset positions is net of a credit valuation adjustment attributable to derivative counterparty default risk. The changes in counterparty credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationships and other financial instruments recognised at fair value.

## Fair Value

The fair value of cash and cash equivalent, trade receivables, unbilled revenue, trade payables, current financial liabilities and borrowings approximate their carrying amount largely due to short term nature of these instruments.

#### Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of March 31, 2017, March 31, 2016 and April 1, 2015:

Particulars	As at March 31, 2017	Fair value measure	Fair value measurement at end of the reporting period using		
	•	Level 1	Level 2	Level 3	
Assets					
Investments in mutual fund units	5,159	5,159	-	-	
Investments in unlisted equity securities and preference shares	8	-	-	8	
Derivative financial instruments-gain on outstanding foreign exchange forward and option contracts	37		37		
Liabilities Derivative financial instruments-loss on outstanding foreign exchange forward and option	, ,			-	
contracts	-	-	-	-	
Contingent consideration	1,001	-	-	1,001	

As at March 31, 2017

There have been no transfers between level 1, level 2 and level 3 for the year ended March 31, 2017.

Particulars	As of March 31, 2016	Fair value measurement at end of the reporting year using		
	,	Level 1	Level 2	Level 3
Assets				
Investments in mutual fund units	1,916	1,916	-	-
Investments in unlisted equity securities and preference				
shares	12	-	-	12
Derivative financial instruments-gain on outstanding				
foreign exchange forward and option contracts	53	-	53	-
Liabilities				
Derivative financial instruments-loss on outstanding				
foreign exchange forward and option contracts	1	-	1	-
Contingent consideration	1,431	-	-	1,431

## As at March 31, 2016

Particulars	As of April 1, 2015	Fair value measurement at end of t reporting year using	the		
		Level 1		Level 2	Level 3
Assets					
Investments in mutual fund units	4,790	4	,790	-	-
Investments in unlisted equity securities and preference					
shares	12		-	-	12
Derivative financial instruments-gain on outstanding					
foreign exchange forward and option contracts	24		-	24	-
Liabilities					
Derivative financial instruments-loss on outstanding					
foreign exchange forward and option contracts	3		-	3	-
Contingent consideration	458		-	-	458

As at April 1, 2015

There have been no transfers between level 1, level 2 and level 3 for the year ended March 31, 2016 and April 1, 2015.

A reconciliation of changes in the fair value measurement of investments in unlisted securities in level 3 of the fair value hierarchy is given below:

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Balance at the beginning of the period	12	12	12
Remeasurement recognised in OCI	(4)	-	-
Balance at the end of the period	8	12	12

Details of Income and interest expense are as follows:

Deutienland	Year ended March 31,		
Particulars	2017	2016	
Income from Investments in mutual funds	331	222	
Interest income on financial asset at amortized cost	104	204	
Interest expense	(191)	(161)	

Derivative financial instruments

The Group is exposed to foreign currency fluctuations on foreign currency assets/ liabilities and forecasted cash flows denominated in foreign currency. The Group follows established risk management policies, including the use of derivatives to hedge foreign currency assets/ liabilities and foreign currency forecasted cash flows. The counter party in these derivative instruments is a bank and the Group considers the risks of non-performance by the counterparty as non-material.

The following table presents the aggregate contracted principal amounts of the Group's derivative contracts outstanding:

Particulars	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Non-designated derivative instruments (Sell)			
In US \$ millions	19	31	32
In Euro millions	1	3	5
In GBP millions	3	2	2

As at March 31, 2017 and March 31, 2016 there were no significant gains or losses on derivative transactions or portions thereof that have become ineffective as hedges, or associated with an underlying exposure that did not occur.

The foreign exchange forward and option contracts mature anywhere between 0-1 year. The table below analyzes the derivative financial instruments into relevant maturity groupings based on the remaining period as at the reporting date:

Particulars	As at March 31,	As at March 31,	As at April 1,
-	2017	2016	2015
Non-designated derivative instruments (Sell)			
Not later than 1 month			
in USD millions	9	12	13
in EUR millions	1	1	2
in GBP millions	1	1	1
Later than 1 month but not later 3 months			
in USD millions	10	19	19
in EUR millions	-	2	3
in GBP millions	2	1	1

#### Financial risk management

The Group's activities expose it to a variety of financial risks: Credit risk, liquidity risk, foreign currency risk and interest rate risk. The Group's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the Group is foreign exchange risk. The Group uses derivative financial instruments to mitigate foreign exchange related risk exposures.

All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivative for speculative purposes maybe undertaken.

The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

#### Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits, continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. The Group also assesses the financial reliability of customers taking into account the financial condition, current economic trends and historical bad debts and ageing of accounts receivables. The Group establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

## Trade and other receivables

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

The following table gives details in respect of revenues generated from top customer and top 5 customers:

D	Year ended March 31,		
Particulars	2017	2016	
Revenue from top customer	7,309	5,106	
Revenue from top 5 customer	15,765	14,281	

One customer accounted for more than 10% of the revenue during year ended March 31, 2017 and March 31, 2016; however, none of the customers accounted for more than 10% of the receivables for the year ended March 31, 2017 and March 31, 2016.

#### Investments

The Group limits its exposure to credit risk by generally investing in liquid securities and only with counterparties that have a good credit rating. The Group does not expect any losses from non- performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors.

# Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they become due. The Group manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due. Also, the Group has unutilized credit limits with banks.

The Group's corporate treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management.

The working capital position of the Group is given below:

	As at March 31,	As at March 31,	As at April 1,
Particulars	2017	2016	2015
Cash and cash equivalents	2,508	2,332	3,763
Investments in mutual funds (quoted)	5,159	1,916	4,790
Investments in non-convertible bonds	100	100	-
Interest bearing deposits with corporates	610	250	700
Total	8,377	4,598	9,253

The table below provides details regarding the contractual maturities of significant financial liabilities as at March 31, 2017, March 31, 2016 and April 1, 2015:

	As at March 31, 2017				
Particulars	Less than 1 year	1-2 years	2 years and above		
Loans and borrowings	983	5	8		
Trade payables and accrued expenses	1,651	-	-		
Derivative Liabilities	-	-	-		
Other liabilities	2,633	230	-		

	As at March 31, 2016			
Particulars	Less than 1 year	1-2 years	2 years and above	
Loans and borrowings	420	5	9	
Trade payables and accrued expenses	1,889	-	-	
Derivative Liabilities	1	-	-	
Other liabilities	2,748	575	192	

	As	at April 1, 2015	
Particulars	Less than 1 year	1-2 years	2 years and above
Loans and borrowings	5	-	18
Trade payables and accrued expenses	1,709	-	-
Derivative Liabilities	3	-	-
Other liabilities	1,810	-	-

#### **Foreign Currency risk**

The Group's exchange risk arises from its foreign operations, foreign currency revenues and expenses, (primarily in U.S. dollars, British pound sterling and euros) and foreign currency borrowings (in U.S. dollars). A significant portion of the Group's revenues are in these foreign currencies, while a significant portion of its costs are in Indian rupees. As a result, if the value of the Indian rupee appreciates relative to these foreign currencies, the Group's revenues measured in rupees may decrease. The exchange rate between the Indian rupee and these foreign currencies has changed substantially in recent periods and may continue to fluctuate substantially in the future.

The Group has a foreign currency advisory committee which meets on a periodic basis to formulate the strategy for foreign currency risk management.

Consequently, the Group uses derivative financial instruments, such as foreign exchange forward and option contracts, to mitigate the risk of changes in foreign currency exchange rates in respect of its forecasted cash flows and trade receivables.

The Group has designated certain derivative instruments as cash flow hedge to mitigate the foreign exchange exposure of forecasted highly probable cash flows.

The details in respect of the outstanding foreign exchange forward and option contracts are given under the derivative financial instruments section.

In respect of the Group's forward and option contracts, a 1% decrease/increase in the respective exchange rates of each of the currencies underlying such contracts would have resulted in:

a) an approximately Rs 52 increase and Rs 22 decrease in the Group's net profit as at March 31, 2017;

b) an approximately Rs 50 increase and Rs 25 decrease in the Group's net profit as at March 31, 2016;

The following table presents foreign currency risk from non-derivative financial instruments as of March 31, 2017, March 31, 2016 and April 1,2015.

As at March 31, 2017					
Particulars	US \$	Euro Po	und Sterling	Other currencies *	Total
Assets					
Trade Receivables	6,068	851	991	774	8,684
Unbilled Revenue	1,204	111	325	179	1,819
Cash and cash equivalents	1,375	88	171	328	1,962
Other assets	95	30	39	23	187
Liabilities					
Loans and borrowings	36	-	-	-	36
Trade payables and accrued expenses	782	33	220	70	1,105
Other liabilities	1,439	31	535	27	2,032
Net assets/liabilities	6,485	1,016	771	1,207	9,479

\* Others include currencies such as Singapore \$, Australian \$, Canadian \$, Japanese Yen, Malaysian Ringgit, etc.

As at March 31, 2016					
Particulars	US \$	Euro Po	und Sterling	Other currencies *	Total
Assets					
Trade Receivables	6,704	875	1,320	672	9,571
Unbilled Revenue	1,385	95	542	58	2,080
Cash and cash equivalents	1,270	70	231	341	1,912
Other assets	148	18	39	25	230
Liabilities					
Loans and borrowings	15	-		-	15
Trade payables and accrued expenses	387	1	113	2	503
Other liabilities	1,385	38	912	76	2,411
Net assets/liabilities	7,720	1,019	1,107	1,018	10,864

\* Others include currencies such as Singapore \$, Australian \$, Canadian \$, Japanese Yen, Malaysian Ringgit, etc.

As at April 1, 2015					
Particulars	US \$	Euro Pou	ind Sterling	Other currencies *	Total
Assets					
Trade Receivables	4,791	831	656	392	6,670
Unbilled Revenue	693	128	138	29	988
Cash and cash equivalents	1,335	72	124	236	1,767
Other assets	161	6	39	19	225
Liabilities					
Trade payables and accrued expenses	167	1	8	8	184
Other liabilities	299	30	67	110	506
Net assets/liabilities	6,514	1,006	882	558	8,960

\* Others include currencies such as Singapore \$, Australian \$, Canadian \$, Japanese Yen, Malaysian Ringgit, etc.

For the year ended March 31, 2017 and 2016, every 1% increase/decrease of the respective foreign currencies compared to functional currency of the Group would impact operating margins by 0.2% / (0.2)% and 0.4% / (0.2)% respectively.

#### Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with fixed interest rates and investments.

The Group's borrowings and investments are primarily short-term, which do not expose it to significant interest rate risk.

For details of the Group's borrowings and investments, refer to note 6 and 13 above.

## **Capital Management**

The Group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Group monitors the return on capital as well as the level of dividends on its equity shares. The Group's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

Particulars	As at	As at	As at
	March 31, 2017	March 31, 2016	April 1, 2015
Total equity attributable to the equity			
share holders of the company	25,775	24,179	21,280
As percentage of total capital	96%	97%	99%
Current loans and borrowings	983	420	5
Non-current loans and borrowings	13	14	18
Total loans and borrowings	996	434	23
As a percentage of total capital	4%	2%	0%
Total capital (loans and borrowings			
and equity)	26,771	24,613	21,303

The Group is predominantly equity financed which is evident from the capital structure table. Further, the Group has always been a net cash Group with cash and bank balances along with current financial assets, which is predominantly investment in liquid and short-term mutual funds being far in excess of debt.

# 25. Related party relationships and transactions

Name of related party	Nature of relationship
Coffee Day Global Limited	
Tanglin Developments Limited ('TDL')	These entities are part of Coffee Day Group which through various entities and its promoters holds 19.96%
Mysore Amalgamated Coffee Estate Ltd	equity stake in Mindtree
Janaagraha Centre for Citizenship & Democracy*	Entity with common key managerial person
Mindtree Foundation	Entity with common key managerial person

\*Upto October 21, 2016

Transactions with the above related parties during the year were:

Nature of transaction Reimbursement of travel expenses Donation paid	-	<b>2016</b>
expenses	-	1
Donation noid		
	-	4
Donation paid	48	36
Procurement of supplies	25	23
Software services rendered	37	27
Leasing office buildings and land	417	375
Advance/ deposits paid:		
- towards lease rentals	117	-
Advance/ deposits received back:		
<ul> <li>towards electricity deposit/ charges</li> </ul>	-	16
	Procurement of supplies Software services rendered Leasing office buildings and land Advance/ deposits paid: - towards lease rentals Advance/ deposits received back: - towards electricity deposit/	Procurement of supplies       25         Software services rendered       37         Leasing office buildings and land       417         Advance/ deposits paid:       117         - towards lease rentals       117         Advance/ deposits received back:       117

	-	towards lease rentals	157	172
Balances payable to re	elated p	parties are as follows:		
Name of related party		As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Coffee Day Global Limited		3	1	-

Balances receivable from related parties are as follows:

Name of related party	Nature of transactions	As at March 31, 2017	As at March 31, 2016	As at April 1, 2015
Coffee Day Global Limited	Trade receivables	44	25	-
Tanglin Developments Limited	Short-term loans and advances			
	Rental advance	-	-	94
	Long-term loans and advances			
	Advance towards electricity charges	-	-	16
	Security deposit (including electricity deposit) returnable on termination of lease	271	298	375

The amounts outstanding are unsecured and will be settled in cash. No guarantee has been given or received.

Krishnakumar Natarajan <sup>1</sup> Rostow Ravanan N.S. Parthasarathy <sup>2</sup> Subroto Bagchi	Executive Chairman CEO and Managing Director Executive Vice Chariman, President and Chief Operating Officer Non-Executive Director			
Dr. Albert Hieronimus <sup>3</sup>	Non-Executive Vice Chairman and Independent Director			
Apurva Purohit	Independent Director			
Manisha Girotra	Independent Director			
Prof. Pankaj Chandra	Independent Director			

# Key Managerial Personnel:

Ramesh Ramanathan <sup>4</sup>	Independent Director
V.G.Siddhartha	Non-Executive Director
Milind Sarwate <sup>5</sup>	Independent Director
Akshaya Bhargava <sup>6</sup>	Independent Director
Jagannathan Chakravarthi	Chief Financial Officer
Vedavalli Sridharan	Company Secretary

<sup>1</sup>The Board of Directors at their meeting held on January 19, 2017 have approved the extension of terms of employment of Mr. Krishnakumar Natarajan as Executive Chairman from July 01, 2017 to June 30, 2020 <sup>2</sup>Appointed as Executive Vice Chairman with effect from October 21, 2016 <sup>3</sup>Retired with effect from April 01, 2017 <sup>4</sup>Resigned with effect from October 21, 2016 <sup>5</sup>Appointed with effect from July 19, 2016 <sup>6</sup>Appointed with effect from December 12, 2016

Transactions with key management personnel are as given below:

Key management personnel comprise directors and members of the executive council. Particulars of remuneration and other benefits paid to key management personnel during the year ended March 31, 2017 and March 31, 2016 have been detailed below:

Particulars	Year ended March		
raruculars	2017	2016	
Whole-time directors and executive officers			
Salaries	38	48	
Contribution to Provident fund	1	2	
Bonus and Incentives	34	49	
Reimbursement of expenses	1	1	
Share-Based payments as per IFRS 2	3	11	
Total Remuneration	77	111	
Non-whole-time directors			
Commission	28	24	
Total Remuneration	28	24	
Total	105	135	

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

Dividends paid to directors during the year ended March 31, 2017 and March 31, 2016 amounts to Rs 222 and Rs 230 respectively. Further, during the year ended March 31, 2017, 44,340 shares were allotted to the key management personnel.

#### 26. Contingent liabilities

a) The Group has received an income tax assessment order for the financial year 2008-09 wherein demand of Rs 24 has been raised against the Group 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 Group 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 Group has filed an appeal against the demands received.

The Group 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 Group. On the other grounds which are not favourable, the Group has filed an appeal before the Income Tax Appellate Tribunal ('ITAT'). The Group has received a favourable order from ITAT. The assessment was reopened under section 148 and order has been passed under section 147 wherein demand of Rs 630 has been raised against the Group on account of certain disallowance made by the Income Tax department. The Group has filed for rectification application for arithmetical error in the computation of demand, once rectified there will be no demand. The Group has also filed a writ application with Honorable High Court of Karnataka against the order. During the quarter, the group has received the revised order giving effect for the above year, reducing the demand to NIL.

- b) The Group has received income tax assessment order 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 respectively 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 Group has filed an appeal against the demand received. The Group has not deposited the amount of demand with the department. The department has adjusted pending refunds amounting to Rs 18 against these demands.
- c) The Group has received income tax assessment order under Section 143(3) of the Incometax 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 215, Rs 49, Rs 61, Rs 28, Rs 58, Rs 119, Rs 214 and Rs 63 respectively has been raised against the Group. These demands have arisen mainly on account of transfer pricing adjustments made in the order. The Group has not accepted these orders and has been advised by its legal counsel/ advisors to prefer appeals before appellate authorities and accordingly the Group has filed appeals before the Commissioner of Income Tax (Appeals) and ITAT. The Group has deposited Rs 15 with the department against these demands. The department has adjusted pending refunds amounting to Rs 563 against these demands.

The Group 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 Group 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 Deputy Commissioner of Income tax has completed the reassessment & has issued a Final assessment order with a revised demand amounting to Rs 202 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 Commissioner of Income Tax (Appeals).

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

The Group has received the order from ITAT for the FY 2006-07 and ITAT has remanded the matter back to the Assessing Officer for re-assessment. The Transfer pricing office has passed the favorable order. Order giving effect to the ITAT order is yet to be received.

The Group has received revised order for the FY 2008-09 under section 263 from Assessing officer raising an additional demand of Rs 61, taking the total demand to 124. The Group has filed an appeal before ITAT. The order giving effect to the said order has been received and appeal is filed with Commissioner Appeals.

The Group 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 Group 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 Group received an assessment order for financial year 2006-07 for the erstwhile subsidiary Mindtree Wireless Private Limited from the Assistant Commissioner of Incometax ('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 Group has filed an appeal with Commissioner of Income Tax (Appeals) against the demand received.

The Group 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 Group 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 Group has deposited Rs 5 with the department against this demand.

e) The Group 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 Group has filed an appeal with Commissioner of Income Tax (Appeals). Commissioner of Income tax (Appeals) has passed the order in our favour.

During the quarter ended March 31, 2017, the group has received the order giving effect to the said order and there is no demand.

The Group has received the revised order under section 263 for financial year 2009-10 from Assessing officer reducing the demand to Rs 6. The Group has filed an appeal before ITAT. ITAT has dismissed the appeal. Order giving effect has been received. The group has filed an appeal before Commissioner of Income tax (Appeals).

- f) The Company has received a final assessment order for financial year 2012-13 from the Deputy Commissioner of Income Tax with a demand amounting to Rs 15 on account of certain disallowances. 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).
- **27.** Estimated amount of contracts remaining to be executed on capital account and not provided for as at March 31, 2017 is Rs 242 (March 31, 2016: Rs 262 and April 1, 2015: Rs 508).

## 28. Acquisition of Bluefin Solutions Limited ('Bluefin')

On July 16, 2015, the Group acquired 100% of equity interest in Bluefin, thereby obtaining control.

Bluefin provides SAP based business and technology consulting services. It offers SAP implementation and integration services; and business advisory services in areas of business growth strategy, operational excellence, business change management and information technology excellence. The acquisition of Bluefin will enable the Group to increase its foot print in SAP implementation and integration space.

The acquisition was executed through stock purchase agreement to acquire 100% of the equity interest in Bluefin.

SI.	Nature of	Nature of Amount (Rs) F		Terms	
No.	consideration				
1.	Upfront cash consideration	3,379	3,379		
2.	Contingent consideration	835	602	Payable in three installments for the financial year ending March 2016, 2017 and 2018 determined based on achievement of certain financial targets	
	Total	4,214	3,981	*	

The fair value of purchase consideration of Rs 3,981 comprised upfront cash consideration of Rs 3,379 and contingent consideration of Rs 602. The details are provided below:

The fair value of the contingent consideration, recognized on the acquisition date is determined by discounting the estimated amount payable to the previous owners on achievement of certain financial targets applying the Discounted Cash Flow approach. The fair value of estimates are

based on discount rate of 20.3% and probability adjusted revenue and earnings estimates.

The fair value of net assets acquired on the acquisition date as a part of the transaction amounted to Rs 1,829. The excess of purchase consideration over the fair value of net assets acquired has been attributed towards goodwill.

The purchase price has been allocated based on Management's estimates as follows:

Component	Acquiree's carrying amount	Fair value adjustments	Purchase price allocated
Property, plant and equipment	25	-	25
Net current assets	644	-	644
Intangible assets	7	1,441	1,448
Deferred tax liabilities on	-	(288)	(288)
intangible assets			
Total	676	1,153	1,829
Goodwill			2,152
Total purchase price			3,981

The transaction costs related to the acquisition amounting to Rs 21 have been included under Selling, general and administrative expenses in the statement of income for the year ended March 31, 2016.

The intangible assets are amortised over a period of five to ten years as per management's estimate of its useful life, based on the life over which economic benefits are expected to be realized.

The goodwill amounting to Rs 2,152 comprises value of benefits of expected synergies, future revenue, future market developments, assembled workforce, etc.

None of the goodwill arising on the acquisition is expected to be deductible for tax purposes.

From the date of acquisition, Bluefin has contributed revenues amounting to Rs 2,197 and profits amounting to Rs 157 to the Group's results for the period ended March 31, 2016. If the acquisition had occurred on April 1, 2015, management estimates that consolidated revenues and profits for the period would have been Rs 2,925 and Rs 179 respectively. The proforma amounts are not necessarily indicative of results that would have occurred if the acquisition had occurred on dates indicated or that may result in the future.

Results from this acquisition are grouped under various operating segments as defined by the Management.

# 29. Acquisition of Relational Solutions, Inc ('RSI')

On July 16, 2015, the Group acquired 100% of equity interest in RSI, thereby obtaining control.

RSI develops data warehouses and business intelligence solutions. The acquisition of RSI will enable the Group to increase its foot print in development of data warehouses and business intelligence solutions space. The acquisition was executed through common stock purchase agreement to acquire 100% of equity interest in RSI.

The fair value of purchase consideration of Rs 522 comprised upfront cash consideration of Rs 454 and contingent consideration of Rs 68.

SI. No.	Nature of consideration	Amount (Rs)	Fair value (Rs)	Terms
1.	Upfront cash consideration	454	454	
2.	Contingent consideration	95	68	Payable in two installments for the fiscal year ending June 2016 and 2017 determined based on achievement of certain financial targets
	Total	549	522	

The details are provided below:

The fair value of the contingent consideration, recognized on the acquisition date is determined by discounting the estimated amount payable to the previous owners on achievement of certain financial targets applying the Discounted Cash Flow approach. The fair value of estimates are based on discount rate of 23.4% and probability adjusted revenue and earnings estimates.

The fair value of net assets acquired on the acquisition date as a part of the transaction amounted to Rs 183. The excess of purchase consideration over the fair value of net assets acquired has been attributed towards goodwill.

The purchase price has been allocated based on Management's estimates as follows:

Component	Acquiree's carrying	Fair value	Purchase price
	amount	adjustments	allocated
Net current assets	(0.3)	-	(0.3)
Intangible assets	-	281	281
Deferred tax	-	(98)	(98)
liabilities on			
intangible assets			
Total	(0.3)	183	183
Goodwill			339
Total purchase			522
price			

The transaction costs related to the acquisition amounting to Rs 11 have been included under Selling, general and administrative expenses in the statement of income for the year ended March 31, 2016.

The intangible assets are amortised over a period of five to ten years as per management's estimate of its useful life, based on the life over which economic benefits are expected to be realized.

The goodwill amounting to Rs 339 comprises value of benefits of expected synergies, future revenue, future market developments, assembled workforce, etc.

None of the goodwill arising on the acquisition is expected to be deductible for tax purposes. From the date of acquisition, RSI has contributed revenues amounting to Rs 115 and profits amounting to Rs 9 to the Group's results for the period ended March 31, 2016. If the acquisition had occurred on April 1, 2015, management estimates that consolidated revenues and loss for the period would have been Rs 145 and Rs 17 respectively. The proforma amounts are not necessarily indicative of results that would have occurred if the acquisition had occurred on dates indicated or that may result in the future.

Results from this acquisition are grouped under RCM in the segmental reporting.

### 30. Acquisition of Magnet 360 LLC ('Magnet')

On January 19, 2016, the Group acquired 100% of membership interest in Magnet 360 LLC, thereby obtaining control.

Magnet 360, LLC provides Sales force multi-cloud implementation strategies and consulting services. It assesses go-to-market goals of organizations and specializes in multi-cloud, marketing automation and community cloud solutions. The acquisition of Magnet will enable the Group to increase its foot print in sales force multi-cloud implementation space.

The acquisition was executed through unit purchase agreement to acquire 100% of the membership interest in Magnet.

The fair value of purchase consideration of Rs 2,962 comprised upfront cash consideration of Rs 2,526 and contingent consideration of Rs 436.

SI.	Nature of	Amount (Rs)	Fair value (Rs)	Terms
No.	consideration			
1.	Upfront cash consideration	2,526	2,526	
2.	Contingent consideration	566	436	Payable in two installments for the year ending Dec 2016, and Dec 2017 determined based on achievement of certain financial targets
	Total	3,092	2,962	

The details are provided below:

The fair value of the contingent consideration, recognized on the acquisition date is determined by discounting the estimated amount payable to the previous owners on achievement of certain financial targets applying the Discounted Cash Flow approach. The fair value of estimates are based on discount rate of 17.7% and probability adjusted revenue and earnings estimates.

The fair value of net assets acquired on the acquisition date as a part of the transaction amounted to Rs 1,174. The excess of purchase consideration over the fair value of net assets acquired has been attributed towards goodwill.

The purchase price has been allocated based on Management's estimates as follows:

Component	Acquiree's carrying amount	Fair value adjustments	Purchase price allocated
Property, plant and equipment	39	-	39
Net current assets	158	-	158
Intangible assets	-	977	977
Total	197	977	1,174
Goodwill			1,788
Total purchase price			2,962

The intangible assets are amortized over a period of five to ten years as per management's

estimate of its useful life, based on the life over which economic benefits are expected to be realized.

The goodwill amounting to Rs 1,788 comprises value of benefits of expected synergies, future revenue, future market developments, assembled workforce, etc. and is expected to be deductible for tax purposes.

From the date of acquisition, Magnet has contributed revenues amounting to Rs 428 and profits / (loss) amounting to Rs (16) to the Group's results for the period ended March 31, 2016. If the acquisition had occurred on April 1, 2015, management estimates that consolidated revenues and profits for the year would have been Rs 1,647 and Rs 356 respectively. The proforma amounts are not necessarily indicative of results that would have occurred if the acquisition had occurred on that may result in the future.

Results from this acquisition are grouped under various operating segments as defined by the management.

### **31. Segment information**

The CEO & MD of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by IFRS 8 Operating Segments. The CODM evaluates the Group's performance and allocates resources based on an analysis of various performance indicators by industry classes. Accordingly, segment information has been presented for industry classes.

The Group is structured into four reportable business segments – RCM, BFSI, TMS and TH. During the year, the Group has restructured its verticals and accordingly, as required by accounting standards, comparatives have been restated and presented in line with the current segments. The reportable business segments are in line with the segment wise information which is being presented to the CODM.

Each segment item reported is measured at the measure, it is reported to the chief operating decision maker for the purposes of making decisions about allocating resources to the segment and assessing its performance.

The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments, and are as set out in the significant policies.

Geographic information is based on business sources from that geographic region and delivered from both on-site and off-shore. America comprises of United States of America and Canada, Europe includes continental Europe and United Kingdom; the rest of the world comprises of all other geographies except those mentioned above and India.

Income and direct expenses in relation to segments are categorized 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 management therefore believes that it is not practical to provide segment disclosures relating to such expenses and accordingly such expenses are separately disclosed as "unallocated" and directly charged against total income.

CODM does not review assets and liabilities at reportable segments level, hence segment disclosure relating to total assets and liabilities has not been provided. 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.

Geographical information on revenue and industry revenue information is collated based on individual customers invoices or in relation to which the revenue is otherwise recognized.

Statement of income	Year ended March 31,	
	2017	2016
Segment revenue		
RCM	12,476	11,394
BFSI	12,882	11,970
TMS	19,235	16,116
TH	7,771	7,250
Total	52,364	46,730
Segment operating income		
RCM	1,493	2,183
BFSI	1,153	1,627
TMS	3,671	3,153
TH	864	1,247
Total	7,181	8,210
Depreciation and Amortization expense	(1,848)	(1,648)
Profit for the year before finance		
expenses, other income and tax	5,333	6,562
Finance costs	(191)	(161)
Other income	439	235
Interest income	104	204
Foreign exchange gain/(loss)	(136)	392
Net profit before taxes	5,549	7,232
Income taxes	(1,389)	(1,694)
Net profit after taxes	4,160	5,538

Other information	Year ended March 31,		
	2017	2016	
Other significant non-cash expense			
(Allocable)			
RCM	26	15	
BFSI	6	29	
TMS	1	33	
TH	10	8	

	Year ended March 31,		
Revenues	2017	2016	
America	35,705	29,727	
Europe	11,281	12,343	
India	1,641	1,408	
Rest of world	3,737	3,252	
Total	52,364	46,730	

# **Geographical information**

Refer Note no. 24 on Financial Instruments for information on revenue from major customers