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MindTree Limited

(NSE: MINDTREE, BSE: 532819)

Earnings Release First Quarter ended June 30, 2012

July 15, 2012

Safe Harbor:

Certain statements in this release concerning our future growth prospects are forward-looking statements, which involve a number of risks, and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding fluctuations in earnings, our ability to manage growth, intense competition in IT services including those factors which may affect our cost advantage, wage increases, our ability to attract and retain highly skilled professionals, time and cost overruns on fixed-price, fixed-time frame contracts, client concentration, restrictions on immigration, our ability to manage our international operations, reduced demand for technology in our key focus areas, disruptions in telecommunication networks, our ability to successfully complete and integrate potential acquisitions, liability for damages on our service contracts, withdrawal of governmental fiscal incentives, political instability, legal restrictions on raising capital or acquiring companies outside India, and unauthorized use of our intellectual property and general economic conditions affecting our industry. MindTree may, from time to time, make additional written and oral forward looking statements, including our reports to shareholders. The Company does not undertake to update any forward-looking statement that may be made from time to time by or on behalf of the Company.

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Earnings Conference Call for Analysts / Investors

July 16, 2012 (12:00 noon IST)

| Primary Number: | +91 22 6629 0040 |
|-------------------|------------------|
| Secondary Number: | +91 22 3065 0182 |

(The numbers listed above are universally accessible from all networks and all countries)

Toll free numbers:

| Singapore: | 800 101 2045 |
|------------|----------------|
| Hong Kong: | 800 964 448 |
| UK: | 0 808 101 1573 |
| US: | 1 866 746 2133 |

Replay of conference call available until July 23, 2012 +91 22 3065 1212 (Playback id: 230712)

Transcript will be available on <u>www.mindtree.com</u> after July 20, 2012

MindTree Limited

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Press Release

In USD terms Revenue grows 0.4% q-o-q and 14.0% y-o-y; Net Profit Soars 116.2% y-o-y and 21.3% q-o-q

Bangalore (India), July 15, 2012: MindTree Limited, a global IT and Product Engineering Services company, announced its standalone results today for the first quarter ended June 30, 2012, as approved by its Board of Directors.

"The global demand environment continues to be challenging as customers are cautious in their IT spending. However, with our strategic initiatives, we expect to achieve NASSCOM's current industry estimates for FY2013. Our margins have shown consistent improvement over the last 4 quarters and we will continue to focus on operational efficiencies as we move forward. Given the great progress we have made, we are embarking on multiple initiatives to enhance our competitiveness, that will elevate us to the next level" said **Krishnakumar Natarajan, CEO & Managing Director, MindTree.**

Key Financial Highlights

- In USD terms: Revenue at \$105.5 million (growth of 0.4% q-o-q / 14% y-o-y) and Net Profit at \$16.7 million (growth of 21.3% q-o-q / 116.2% y-o-y)
- In Rupee terms: Revenue at ₹5,630 million (growth of 7.1% q-o-q / 36.3% y-o-y) and Net Profit at ₹890 million (growth of 28.6% q-o-q / 157.2% y-o-y)

Other Highlights:

- **Customers:** As of June 30, 2012, MindTree had 245 active customers. During the quarter, \$1 million customers increased by 1 to 78; \$10 million customers increased by 1 to 8.
- **Employees:** MindTree added 272 people on a gross basis during Q1 FY2013, taking its total strength to 10,830 as of June 30, 2012.
- Major client wins:
 - A large European travel and transportation company. MindTree will provide services in the area of ecommerce platforms for this existing client.
 - A large US bank. MindTree has been chosen as its application development partner.
 - A large provider of production management services to the entertainment industry. MindTree will provide product engineering services to develop a next generation production accounting and finance system.



• A world leader in the computer and software technology industry. MindTree will provide consulting and support services for its cloud platform for this existing client.

About MindTree

MindTree is a global IT and Product Engineering Services Company with deep knowledge in specific domains. It is acknowledged as the best mid-size software services company in India for its capability to build, test and deploy solutions. The Company also places significant emphasis on culture, customer centricity and corporate governance. MindTree was ranked No. 2 among the Most Admired Knowledge Enterprise (MAKE) India Award winners in 2011. MindTree was ranked 19th in the list of Top 25 Best Employers in India and ranked 2nd among the IT companies by AON Hewitt Best Employers' Survey 2011. In 2012, MindTree was awarded the "Best Corporate Governance, India, 2012" by World Finance magazine and was ranked No.3 in India in the 'Best overall for Corporate Governance" category in Asiamoney Corporate Governance Poll, 2011. Please visit us at <u>www.mindtree.com</u>

Safe Harbor

Certain statements in this release concerning our future growth prospects are forward-looking statements, which involve a number of risks, and uncertainties that could cause our actual results to differ materially from those in such forward-looking statements. We do not undertake to update any forward-looking statement that may be made from time to time by us or on our behalf.

For more information, contact:

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Key Financial Metrics

| MindTree (Standalone) | | | | | | |
|-----------------------|--------|--------|--------|------------|---------------------|--|
| | Q1 Q4 | | Q1 | Growth (%) | | |
| (Rs. million) | FY2012 | FY2012 | FY2013 | Q-0-Q | <i>Y-o-Y</i> | |
| Revenue | 4,131 | 5,257 | 5,630 | 7.1% | 36.3% | |
| EBITDA | 461 | 985 | 1,174 | 19.2% | 154.7% | |
| Net Profit | 346 | 692 | 890 | 28.6% | 157.2% | |
| Diluted EPS (Rs.) | 8.55 | 16.88 | 21.61 | 28.1% | 152.7% | |
| | 0.1 | 24 | 01 | C | <i>a</i> (0/) | |
| | Q1 | Q4 | Q1 | Grow | rth (%) | |
| (\$ million) | FY2012 | FY2012 | FY2013 | Q-0-Q | <i>Y-o-Y</i> | |
| Revenue | 92.5 | 105.0 | 105.5 | 0.4% | 14.0% | |
| EBITDA | 10.3 | 19.7 | 22.0 | 11.7% | 112.9% | |
| Net Profit | 7.7 | 13.8 | 16.7 | 21.3% | 116.2% | |
| | Q1 | Q4 | Q1 | | | |
| Rupee Dollar Rate | FY2012 | FY2012 | FY2013 | | | |
| Period Closing rate | 44.70 | 50.88 | 55.62 | | | |
| Period Average rate | 44.65 | 50.02 | 53.38 | | | |

Key Ratios

| | Q1 | Q4 | Q1 |
|------------------------|--------|--------|--------|
| Key Ratios | FY2012 | FY2012 | FY2013 |
| EBITDA Margin (%) | 11.2% | 18.7% | 20.8% |
| Effective Tax Rate (%) | 14.1% | 16.4% | 22.6% |
| Net Profit Margin (%) | 8.4% | 13.2% | 15.8% |
| ROCE (%) | 20.2% | 35.2% | 44.1% |
| DSO (Days) | 74 | 73 | 73 |

Notes:

1 Effective Tax Rate = Tax / PBT

2 ROCE = EBIT / Average Capital Employed. ROCE is annualized

Key Performance Highlights

- EBITDA Margin and Net Profit Margin increased by 210 bps and 260 bps, respectively, q-o-q
- Diluted EPS increased by 28.1% q-o-q and significantly increased by 152.7% y-o-y
- ROCE increased significantly from 20.2% in Q1 FY2012 to 44.1% in Q1 FY2013
- Infrastructure Management and Technical Support increased by 15.7% q-o-q
- Revenue from Manufacturing & Retail and BFSI sectors increased by over 4% on q-o-q basis
- \$10 million clients increased by 1 to 8



Key Revenue Metrics

| Revenue by Geography | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 |
|----------------------|-----------|-----------|-----------|
| US | 60.3% | 57.3% | 58.1% |
| Europe | 22.8% | 27.7% | 28.8% |
| India | 8.6% | 7.5% | 6.4% |
| Rest of the World | 8.3% | 7.5% | 6.7% |
| Total | 100.0% | 100.0% | 100.0% |

| Revenue by Business | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 |
|------------------------------------|-----------|-----------|-----------|
| IT Services | 63.8% | 67.2% | 69.0% |
| Project Engineering Services (PES) | 36.2% | 32.8% | 31.0% |
| Total | 100.0% | 100.0% | 100.0% |

| Revenue by Service Offering | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 |
|--|-----------|-----------|-----------|
| Development | 20.4% | 24.5% | 25.4% |
| Engineering | 21.1% | 18.2% | 16.5% |
| Maintenance | 23.8% | 21.5% | 22.0% |
| Consulting | 3.9% | 3.4% | 3.3% |
| Package Implementation | 2.9% | 3.6% | 3.0% |
| IP Led Revenue | 0.1% | 1.2% | 1.2% |
| Independent Testing | 18.3% | 17.9% | 17.4% |
| Infrastructure Management & Tech Support | 9.5% | 9.7% | 11.2% |
| Total | 100.0% | 100.0% | 100.0% |

| Revenue by Industry | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 |
|--------------------------------|-----------|-----------|-----------|
| ITS – Manufacturing & Retail | 17.4% | 17.9% | 18.5% |
| ITS – BFSI | 21.5% | 21.2% | 22.0% |
| ITS – Travel, Media & Services | 20.4% | 20.6% | 20.9% |
| ITS – Others | 4.5% | 7.5% | 7.6% |
| PES | 36.2% | 32.8% | 31.0% |
| Total | 100.0% | 100.0% | 100.0% |

| Revenue by Project Type | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 |
|---------------------------|-----------|-----------|-----------|
| Fixed Cost, Fixed Monthly | 33.2% | 37.9% | 37.5% |
| Time & Materials | 66.8% | 62.1% | 62.5% |
| Total | 100.0% | 100.0% | 100.0% |



Key Revenue Metrics (Continued)

| Revenue Mix | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 |
|-------------|-----------|-----------|-----------|
| Effort | | | |
| Onsite | 12.4% | 13.1% | 14.0% |
| Offshore | 87.6% | 86.9% | 86.0% |
| Total | 100.0% | 100.0% | 100.0% |
| Revenue | | | |
| Onsite | 32.5% | 34.5% | 37.8% |
| Offshore | 67.5% | 65.5% | 62.2% |
| Total | 100.0% | 100.0% | 100.0% |

Effort and Utilization

| | | | | Growth (%) | |
|----------------------|-----------|-----------|-----------|------------|--------------|
| Metrics | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 | Q-0-Q | <i>Y-o-Y</i> |
| Billed Hours | | | | | |
| Onsite | 417,828 | 485,591 | 520,460 | 7.2% | 24.6% |
| Offshore | 2,952,513 | 3,234,430 | 3,206,511 | (0.9)% | 8.6% |
| Total | 3,370,341 | 3,720,021 | 3,726,971 | 0.2% | 10.6% |
| Fee Revenue (\$ 000) | | | | | |
| Onsite | 29,648 | 35,908 | 39,486 | 10.0% | 33.2% |
| Offshore | 61,609 | 68,025 | 65,084 | (4.3)% | 5.6% |
| Total | 91,257 | 103,933 | 104,570 | 0.6% | 14.6% |
| Utilization | | | | | |
| Including Trainees | 72.5% | 67.8% | 68.9% | | |
| Excluding Trainees | 72.9% | 72.1% | 71.5% | | |

Key Customer Metrics

| Client Details | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 |
|----------------------------------|-----------|-----------|-----------|
| Number of Active clients | 283 | 237 | 245 |
| New Clients Added | 25 | 6 | 19 |
| Number of Million Dollar Clients | | | |
| \$1 mn clients | 67 | 77 | 78 |
| \$5 mn clients | 14 | 17 | 17 |
| \$10 mn clients | 7 | 7 | 8 |
| \$20 mn clients | 1 | 4 | 4 |

| Client Contribution to Revenue | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 |
|--------------------------------|-----------|-----------|-----------|
| Top Client | 7.0% | 7.5% | 7.6% |
| Top 5 Clients | 24.9% | 31.4% | 33.5% |
| Top 10 Clients | 39.4% | 45.6% | 47.1% |
| Revenue from Repeat Business | 98.5% | 99.6% | 98.8% |



Key Employee Metrics

| MindTree Minds | Q1 FY2012 | Q4 FY2012 | Q1 FY2013 |
|------------------------|-----------|-----------|-----------|
| Total MindTree Minds | 9,577 | 11,000 | 10,830 |
| Software Professionals | 8,887 | 10,330 | 10,173 |
| Sales and Support | 690 | 670 | 657 |
| Gross Additions | 630 | 502 | 272 |
| Net Additions | 30 | 66 | (170) |
| Attrition (LTM)* | 25.6% | 18.2% | 17.0% |

* Last Twelve Months

Infrastructure

| | Co | Completed | | Available for Expansion | | |
|---------------------|---------------|---------------|-------------|-------------------------|--|--|
| | Built up area | Built up area | | | | |
| As of June 30, 2012 | (sq ft 000) | No. of Seats | (sq ft 000) | No. of Seats | | |
| Bangalore | 1,079 | 9,198 | - | - | | |
| Chennai | 218 | 1,817 | 144 | 1,385 | | |
| Pune | 115 | 936 | 33 | 400 | | |
| Hyderabad | 51 | 392 | - | - | | |
| Total | 1,463 | 12,343 | 177 | 1,785 | | |

Note: Land available for expansion - 2 acres in Bangalore and 20 acres in Bhubaneswar



| Audited Standalone Financial Results for the Quarter Ended June 30, 2012 |
|--|
| (Rs. in millions, except per share data) |

| Particulars | | Quarter ended | | Year ended |
|--|---------------|----------------|---------------|----------------|
| | June 30, 2012 | March 31, 2012 | June 30, 2011 | March 31, 2012 |
| Income from software services | 5,630 | 5,257 | 4,131 | 19,152 |
| Expenses | | | | |
| Employee benefit expenses | 3,442 | 3,179 | 2,793 | 12,261 |
| Depreciation | 159 | 168 | 180 | 695 |
| Other expenses | 1,014 | 1,093 | 877 | 3,958 |
| Profit from operations before other income and interest | 1,015 | 817 | 281 | 2,238 |
| Other income | 52 | 51 | 31 | 188 |
| Foreign exchange gain/(loss) | 86 | (37) | 91 | 196 |
| Profit before interest | 1,153 | 831 | 403 | 2,622 |
| Interest | 3 | 3 | - | 5 |
| Profit before tax | 1,150 | 828 | 403 | 2,617 |
| Tax expense | 260 | 136 | 57 | 430 |
| Net profit for the period | 890 | 692 | 346 | 2,187 |
| Paid up equity share capital (face value Rs. 10/- each) | 407 | 405 | 401 | 405 |
| Reserves | 9,795 | 9,171 | 7,727 | 9,171 |
| Basic EPS (Rs.) | 21.91 | 17.08 | 8.63 | 54.27 |
| Diluted EPS (Rs.) | 21.61 | 16.88 | 8.55 | 54.18 |
| Aggregate non-promoter shareholding | | | | |
| Number of shares | 32,626,657 | 32,358,908 | 29,540,621 | 32,358,908 |
| Percentage of shareholding | 80.17% | 79.81% | 73.62% | 79.81% |
| Promoters and promoter group shareholding | | | | |
| Pledged/Encumbered | | | | |
| Number of shares | - | - | - | - |
| Percentage of shares (as a % of the total shareholding of promoter and promoter group) | - | - | - | - |
| Percentage of shares (as a % of the total share capital of the company) | - | - | - | - |
| Non-encumbered | | | | |
| Number of shares | 8,071,308 | 8,185,015 | 10,586,994 | 8,185,015 |
| Percentage of shares (as a % of the total shareholding of the Promoter and Promoter group) | 100% | 100% | 100% | 100% |
| Percentage of shares (as a % of the total share capital of the company) | 19.83% | 20.19% | 26.38% | 20.19% |

AUDITED SEGMENT WISE REVENUE AND RESULTS

| Particulars | | Quarter ended | | |
|--------------------------|---------------|----------------|---------------|----------------|
| | June 30, 2012 | March 31, 2012 | June 30, 2011 | March 31, 2012 |
| Segment revenue | | | | |
| PE Services | 1,745 | 1,731 | 1,494 | 6,594 |
| IT Services | 3,885 | 3,526 | 2,637 | 12,558 |
| Total | 5,630 | 5,257 | 4,131 | 19,152 |
| Segment operating income | | | | |
| PE Services | 365 | 297 | 106 | 838 |
| IT Services | 809 | 688 | 355 | 2,095 |
| Total | 1,174 | 985 | 461 | 2,933 |
| Unallocable | | | | |
| Expenses | 159 | 168 | 180 | 695 |
| Interest | 3 | 3 | - | 5 |
| Other income | 138 | 14 | 122 | 384 |
| Profit before tax | 1,150 | 828 | 403 | 2,617 |

Notes on segment information

Principal segments

The Company's operations predominantly relate to providing IT services and Product Engineering services (PE services). Accordingly, revenues represented along IT services and PE services comprise the primary segment information.

Segmental capital employed

Segregation of assets, liabilities, depreciation and other non-cash expenses into various primary segments has not been carried out as the assets are used interchangeably between segments. Accordingly, no disclosure relating to segment assets and liabilities has been made.



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Audited Standalone Financial Results for the Quarter Ended June 30, 2012 (Rs. in millions, except per share data)

| Particulars | As at | | | | |
|---------------------------------------|---------------|----------------|--|--|--|
| | June 30, 2012 | March 31, 2012 | | | |
| Shareholders' funds | | | | | |
| Share capital | 407 | 405 | | | |
| Reserves and surplus | 9,795 | | | | |
| I I I I I I I I I I I I I I I I I I I | 10,202 | 9,570 | | | |
| Non-current liabilities | ., | | | | |
| Long-term borrowings | 32 | 3' | | | |
| Other long-term liabilities | 35 | | | | |
| | 67 | 7 | | | |
| Current liabilities | | | | | |
| Short-term borrowings | 667 | 40' | | | |
| Trade payables | 93 | - | | | |
| Other current liabilities | 2,368 | 2,46 | | | |
| Short-term provisions | 898 | · · · · · · | | | |
| Ī | 4,026 | | | | |
| Total | 14,295 | · · · · | | | |
| Non-current assets | | , | | | |
| Fixed assets | | | | | |
| Tangible assets | 2,436 | 2,54 | | | |
| Intangible assets | 38 | 4 | | | |
| Capital work-in-progress | 215 | 8 | | | |
| Non-current investments | 30 | 3 | | | |
| Deferred tax assets (net) | 334 | 32 | | | |
| Long-term loans and advances | 581 | 544 | | | |
| Other non-current assets | 927 | 1,00 | | | |
| | 4,561 | 4,570 | | | |
| Current assets | | | | | |
| Current investments | 3,342 | 3,07 | | | |
| Trade receivables | 4,769 | 4,07 | | | |
| Cash and bank balances | 400 | 58 | | | |
| Short-term loans and advances | 416 | 21 | | | |
| Other current assets | 807 | 82: | | | |
| | 9,734 | 8,782 | | | |
| Total | 14,295 | 13,352 | | | |

Notes to financial results for the quarter ended June 30, 2012

1 The above results were reviewed by the Audit Committee and thereafter have been adopted by the Board at its meeting held on July 15, 2012.

2 Item of expenditure exceeding 10% of total expenditure (Rs in millions)

| Particulars | articulars | | Quarter ended | | | Year ended | |
|-------------|------------|--|---------------|---------------|----------------|---------------|----------------|
| | | | | June 30, 2012 | March 31, 2012 | June 30, 2011 | March 31, 2012 |
| Staff cost | | | | 3,409 | 3,145 | 2,772 | 12,160 |
| | | | | | | | |

| 3 | 3 Information on investor complaints pursuant to clause 41 of the Listing Agreement for the quarter ended June 30, 2012: | | | | | | |
|---|--|-----------------|-----------|----------|-----------------|--|--|
| | Nature of Investor complaints | Opening balance | Additions | Disposal | Closing balance | | |
| | Allotment/Refund/others | - | 13 | 13 | - | | |

4 During the quarter, 154,042 shares have been issued upon exercise of stock options by employees.

5 EPS for the quarter is not annualized.

6 The Company has appointed Mr. Ramesh Ramanathan as an independent director with effect from May 2, 2012.

7 The statement of standalone financial results have been audited by the Company's auditors. The Company's auditors have issued an unqualified audit opinion on the standalone financial results. The audit report has been filed with the stock exchanges and is also available on the Company's website.

8 Previous period figures have been reclassified/regrouped wherever necessary.

For and on behalf of the Board For MindTree Limited

Krishnakumar Natarajan CEO & Managing Director

Bangalore, India July 15, 2012