

**MINDTREE LIMITED AND SUBSIDIARIES**  
**CONSOLIDATED INTERIM STATEMENT OF FINANCIAL POSITION**

		(Rupees in millions, except share data)		
	Note	As at September 30, 2016	As at March 31, 2016	As at April 1, 2015
<b>Assets</b>				
Goodwill	5b, 24, 25,26 & 27	4,646	4,815	740
Property, plant and equipment	4	4,220	4,383	4,651
Intangible assets	5a, 24, 25,26 & 27	2,266	2,632	316
Investments	6	58	62	12
Deferred tax assets	15	512	432	493
Non-current tax assets		1,065	934	834
Other non-current assets	9	1,247	1,212	934
<b>Total non-current assets</b>		<b>14,014</b>	<b>14,470</b>	<b>7,980</b>
Trade receivables	7	9,288	9,728	6,963
Other current assets	9	1,367	1,767	1,452
Unbilled revenues		2,206	2,132	982
Investments	6	3,750	2,266	5,490
Derivative assets		45	53	24
Cash and cash equivalents	8	1,364	2,332	3,763
<b>Total current assets</b>		<b>18,020</b>	<b>18,278</b>	<b>18,674</b>
<b>Total assets</b>		<b>32,034</b>	<b>32,748</b>	<b>26,654</b>
<b>Equity</b>				
Share capital		1,680	1,678	837
Share premium		1,416	1,376	2,152
Retained earnings		22,722	21,155	18,107
Other components of equity		(374)	(30)	184
Equity attributable to owners of the company		25,444	24,179	21,280
<b>Total equity</b>		<b>25,444</b>	<b>24,179</b>	<b>21,280</b>
<b>Liabilities</b>				
Loans and borrowings	10	14	14	18
Other non-current liabilities	12	549	832	337
<b>Total non-current liabilities</b>		<b>563</b>	<b>846</b>	<b>355</b>
Loans and borrowings	10	5	420	5
Trade payables and accrued expenses	11	1,532	1,889	1,709
Unearned revenue		364	344	225
Current tax liabilities		361	315	239
Derivative liabilities		-	1	3
Employee benefit obligations	13	809	672	371
Other current liabilities	12	2,260	3,332	2,027
Provisions	12	696	750	440
<b>Total current liabilities</b>		<b>6,027</b>	<b>7,723</b>	<b>5,019</b>
<b>Total liabilities</b>		<b>6,590</b>	<b>8,569</b>	<b>5,374</b>
<b>Total equity and liabilities</b>		<b>32,034</b>	<b>32,748</b>	<b>26,654</b>

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

**MINDTREE LIMITED AND SUBSIDIARIES**  
**CONSOLIDATED INTERIM STATEMENT OF PROFIT OR LOSS**

		(Rupees in millions, except share data)			
	Note	Three months ended September 30,		Six months ended September 30,	
		2016	2015	2016	2015
Revenues		12,954	11,657	26,230	21,432
Cost of revenues	17	(9,116)	(7,727)	(18,244)	(14,453)
<b>Gross profit</b>		<b>3,838</b>	<b>3,930</b>	<b>7,986</b>	<b>6,979</b>
Selling, general and administrative expenses	17	(2,677)	(2,147)	(5,340)	(3,855)
<b>Results from operating activities</b>		<b>1,161</b>	<b>1,783</b>	<b>2,646</b>	<b>3,124</b>
Foreign exchange gain/(loss)		(28)	64	60	266
Finance expenses		(47)	(46)	(98)	(55)
Finance and other income	19	195	166	303	292
<b>Profit before tax</b>		<b>1,281</b>	<b>1,967</b>	<b>2,911</b>	<b>3,627</b>
Income tax expense	15	(332)	(442)	(754)	(825)
<b>Profit for the period</b>		<b>949</b>	<b>1,525</b>	<b>2,157</b>	<b>2,802</b>
<b>Attributable to:</b>					
Owners of the Company		949	1,525	2,157	2,802
Non-controlling interests		-	-	-	-
<b>Earnings per equity share:</b>	20	<b>949</b>	<b>1,525</b>	<b>2,157</b>	<b>2,802</b>
Basic		5.65	9.09	12.85	16.72
Diluted		5.64	9.07	12.83	16.67
Weighted average number of equity shares used in computing earnings per equity share:					
Basic		167,877,259	167,603,019	167,847,094	167,553,329
Diluted		168,207,880	168,073,158	168,155,392	168,030,856

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**MINDTREE LIMITED AND SUBSIDIARIES**  
**CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME**

	Three months ended September 30,		(Rupees in millions, except share data) Six months ended September 30,	
	2016	2015	2016	2015
Profit for the period	949	1,525	2,157	2,802
Other comprehensive income, net of taxes				
Items that will not be reclassified to profit or loss				
- Defined benefit plan actuarial gains/ (losses)	(19)	(59)	(16)	(21)
Items that may be reclassified subsequently to profit or loss				
- Foreign currency translation difference relating to foreign operations	(221)	12	(327)	12
- Net change in fair value of Investments	-	-	(3)	-
Total other comprehensive income, net of taxes	(240)	(47)	(346)	(9)
Total comprehensive income for the period	<u>709</u>	<u>1,478</u>	<u>1,811</u>	<u>2,793</u>
<b>Attributable to:</b>				
Owners of the Company	709	1,478	1,811	2,793
Non-controlling interests	-	-	-	-
	<u>709</u>	<u>1,478</u>	<u>1,811</u>	<u>2,793</u>

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MINDTREE LIMITED AND SUBSIDIARIES  
CONSOLIDATED INTERIM STATEMENT OF CHANGES IN EQUITY

(Rupees in millions, except share data)

Particulars	No. of shares	Share capital	Share premium	Retained earnings	Share based payment reserve	Other components of equity		Equity attributable to owners of the Company	Non-controlling interests	Total equity
						Other reserves	Foreign Currency Translation Reserve			
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	103,254	1	30	-	-	-	-	31	-	31
Profit for the period	-	-	-	2,802	-	-	-	2,802	-	2,802
Other comprehensive income	-	-	-	-	-	(21)	-	(21)	-	(21)
Compensation cost related to employee share based payment transaction	-	-	-	-	5	-	-	5	-	5
Cash dividend paid (including dividend tax thereon)	-	-	-	(1,310)	-	-	-	(1,310)	-	(1,310)
Exchange differences on translation of foreign operations	-	-	-	-	-	12	-	12	-	12
<b>As at September 30, 2015</b>	<b>83,835,626</b>	<b>838</b>	<b>2,182</b>	<b>19,599</b>	<b>35</b>	<b>145</b>	<b>-</b>	<b>22,799</b>	<b>-</b>	<b>22,799</b>
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	63	-	-	-	-	65	-	65
Issue of Bonus shares	83,893,088	839	-	-	-	-	-	839	-	839
Amount utilised for bonus shares	-	-	(839)	-	-	-	-	(839)	-	(839)
Profit for the year	-	-	-	5,537	-	-	-	5,537	-	5,537
Other comprehensive income	-	-	-	-	-	(26)	-	(26)	-	(26)
Compensation cost related to employee share based payment transaction	-	-	-	-	29	-	-	29	-	29
Cash dividend paid (including dividend tax thereon)	-	-	-	(2,489)	-	-	-	(2,489)	-	(2,489)
Exchange differences on translation of foreign operations	-	-	-	-	-	-	(217)	(217)	-	(217)
<b>As at March 31, 2016</b>	<b>167,786,176</b>	<b>1,678</b>	<b>1,376</b>	<b>21,155</b>	<b>59</b>	<b>128</b>	<b>(217)</b>	<b>24,179</b>	<b>-</b>	<b>24,179</b>
Balance as at April 1, 2016	167,786,176	1,678	1,376	21,155	59	128	(217)	24,179	-	24,179
Issue of equity shares on exercise of options/ restricted shares	170,338	2	5	-	-	-	-	7	-	7
Profit for the period	-	-	-	2,157	-	-	-	2,157	-	2,157
Other comprehensive income	-	-	-	-	-	(19)	-	(19)	-	(19)
Transferred to securities premium reserve	-	-	35	-	(35)	-	-	-	-	-
Compensation cost related to employee share based payment transaction	-	-	-	-	37	-	-	37	-	37
Cash dividend paid (including dividend tax thereon)	-	-	-	(590)	-	-	-	(590)	-	(590)
Exchange differences on translation of foreign operations	-	-	-	-	-	-	(327)	(327)	-	(327)
<b>As at September 30, 2016</b>	<b>167,956,514</b>	<b>1,680</b>	<b>1,416</b>	<b>22,722</b>	<b>61</b>	<b>109</b>	<b>(544)</b>	<b>25,444</b>	<b>-</b>	<b>25,444</b>

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

**MINDTREE LIMITED AND SUBSIDIARIES**  
**CONSOLIDATED INTERIM STATEMENT OF CASH FLOW**

(Rupees in millions, except share data)

Six months ended September 30,

	2016	2015
<b>Cash flow from operating activities</b>		
Profit for the period	2,157	2,802
Adjustments for :		
Depreciation & amortisation	633	639
Amortisation of intangibles	292	104
Amortization of stock compensation	37	42
Finance expenses	98	55
Income tax expense	753	825
Interest / dividend income	(58)	(191)
Loss/ (gain) on sale of property, plant and equipment	(5)	(11)
Gain on sale of Investments	(35)	(108)
Net gain on financial assets designated at fair value through profit and loss	(128)	26
Reversal of liability towards acquisition of businesses recognised in the statement of profit and loss	(45)	-
	(61)	-
Unrealised exchange difference on derivatives	7	24
Effect of exchange differences on translation of foreign currency cash and cash equivalents	(7)	(18)
<i>Changes in operating assets and liabilities</i>		
Trade receivables	370	(1,577)
Unbilled revenues	(74)	(572)
Other assets	335	600
Trade payables and accrued expenses	(230)	(12)
Unearned revenues	20	52
Other liabilities	(115)	(1)
Net cash provided by operating activities before taxes	3,944	2,679
Income taxes paid	(906)	(985)
<b>Net cash provided by operating activities</b>	<b>3,038</b>	<b>1,694</b>
<b>Cash flow from investing activities</b>		
Expenditure on property, plant and equipment	(604)	(819)
Proceeds from sale of property, plant and equipment	21	18
Payment of deferred consideration liabilities	(420)	-
Purchase of business/acquisition	-	(3,815)
Interest /dividend received from Investments	31	170
Dividend income received	3	-
Purchase of Investments	(5,963)	(5,348)
Proceeds from sale of mutual funds	4,641	7,938
<b>Net cash used in/provided by investing activities</b>	<b>(2,291)</b>	<b>(1,856)</b>
<b>Cash flow from financing activities</b>		
Issue of share capital (net of issue expenses paid)	7	18
Finance expenses	(2)	(55)
Repayment of loans and borrowings	(419)	-
Dividends paid (including distribution tax)	(924)	(1,310)
<b>Net cash used in financing activities</b>	<b>(1,338)</b>	<b>(1,347)</b>
Effect of exchange differences on translation of foreign currency cash and cash equivalents	1	17
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>(590)</b>	<b>(1,492)</b>
Cash and cash equivalents at the beginning of the period	1,937	3,608
<b>Cash and cash equivalents at the end of the period (Note 8)</b>	<b>1,347</b>	<b>2,116</b>

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

## **Mindtree Limited and Subsidiaries**

### **Notes to the consolidated financial statement**

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

#### **1. Company overview**

Mindtree Limited ('Mindtree' or 'the Company') together with its subsidiaries Mindtree Software (Shanghai) Co. Ltd, Discoverture Solutions L.L.C., 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 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 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 and Audit Committee on October 21, 2016.

#### **2. Basis of preparation of financial statements**

##### **(a) Statement of compliance**

The consolidated financial statements as at and for the three and six months ended September 30, 2016 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

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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.

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**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 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 statements of Group companies are consolidated on a line-by-line basis and intra-group 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.

(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



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amortised cost, debt instruments at fair value through other comprehensive income (FVTOCI), equity instruments at FVTOCI and 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

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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 expected 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 trade and other payables are initially recognized at fair value, and subsequently carried at amortized cost using the effective interest 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 cost are recognized in statement of income as cost.

## Mindtree Limited and Subsidiaries

### Notes to the consolidated financial statement

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

(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	25 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.

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(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:

<b>Category</b>	<b>Useful life</b>
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.

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(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.

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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. 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 Benefit

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

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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.

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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 SARs. 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.



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*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.

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(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.

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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) 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.

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**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 company 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.

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**4. Property, plant and equipment**

Particulars	Land	Buildings	Computer systems	Furniture, fixtures and equipment	Vehicles	Total
<b>Gross carrying value:</b>						
As at April 1, 2015	97	2,839	2,041	3,535	29	8,541
Additions	-	381	337	369	-	1,087
Disposal/Adjustments	-	14	27	25	-	66
Foreign exchange revaluation	-	-	-	1	-	1
Acquisition through business combination	-	-	95	34	-	129
As at September 30, 2015	97	3,206	2,446	3,912	29	9,690
<b>Accumulated depreciation/impairment:</b>						
As at April 1, 2015	7	497	1,397	2,338	5	4,244
Depreciation	-	108	267	193	5	573
Disposal/Adjustments	-	6	27	26	-	59
Foreign exchange revaluation	-	-	-	1	-	1
Acquisition through business combination	-	-	75	33	-	108
As at September 30, 2015	7	599	1,712	2,537	10	4,865
Capital work-in-progress						43
<b>Net carrying value as at September 30, 2015</b>	<b>90</b>	<b>2,607</b>	<b>734</b>	<b>1,375</b>	<b>19</b>	<b>4,868</b>
<b>Gross carrying value:</b>						
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
<b>Accumulated depreciation/impairment:</b>						
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
<b>Net carrying value as at March 31, 2016</b>	<b>77</b>	<b>1,910</b>	<b>755</b>	<b>1,394</b>	<b>15</b>	<b>4,383</b>
<b>Gross carrying value:</b>						
As at April 1, 2016	84	2,263	2,745	4,047	29	9,168
Additions	-	86	185	159	-	430
Disposal/Adjustments	-	-	93	13	-	106
Translation Adjustment Loss/(Gain)	-	-	9	1	-	10
As at September 30, 2016	84	2,349	2,828	4,192	29	9,482
<b>Accumulated depreciation/impairment:</b>						
As at April 1, 2016	7	353	1,990	2,653	14	5,017
Depreciation	-	97	291	241	4	633
Disposal/adjustments	-	-	77	13	-	90
Translation Adjustment Loss/(Gain)	-	-	7	3	-	10
As at September 30, 2016	7	450	2,197	2,878	18	5,550
Capital work-in-progress						288
<b>Net carrying value as at September 30, 2016</b>	<b>77</b>	<b>1,899</b>	<b>631</b>	<b>1,314</b>	<b>11</b>	<b>4,220</b>

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The depreciation expense for the period ended September 30, 2016 and September 30, 2015 is included in the following line items in the statement of profit or loss.

Particulars	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Cost of revenues	274	259	555	512
Selling, general and administrative expenses	38	35	78	61
<b>Total</b>	<b>312</b>	<b>294</b>	<b>633</b>	<b>573</b>

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**5. Intangible assets and Goodwill**

**a. Intangible assets**

Particulars	Intellectual property	Computer software	Business Alliance Relationships	Customer Relationships	Non compete agreement	Vendor Relationship	Tradenname	Technology	Total
<b>Gross carrying value:</b>									
As at April 1, 2015	67	921	71	111	24	-	-	-	1,194
Additions	-	45	-	-	-	-	-	-	45
Amortisation	-	-	-	-	-	-	-	-	-
Disposal/Adjustments	-	5	-	-	-	-	-	-	5
Foreign exchange revaluation	-	-	-	-	-	-	-	-	-
Acquisition through business combination	-	7	-	1,011	-	249	205	257	1,729
As at September 30, 2015	67	968	71	1,122	24	249	205	257	2,963
<b>Accumulated amortisation/impairment:</b>									
As at April 1, 2015	66	802	3	6	1	-	-	-	878
Amortisation	1	65	9	69	2	12	5	7	170
Disposal/Adjustments	-	5	-	-	-	-	-	-	5
Foreign exchange revaluation	-	-	-	-	-	-	-	-	-
Acquisition through business combination	-	4	-	-	-	-	-	-	4
As at September 30, 2015	67	866	12	75	3	12	5	7	1,047
<b>Net carrying value as at September 30, 2015</b>	<b>-</b>	<b>102</b>	<b>59</b>	<b>1,047</b>	<b>21</b>	<b>237</b>	<b>200</b>	<b>250</b>	<b>1,916</b>
<b>Gross carrying value:</b>									
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
<b>Accumulated amortisation/impairment:</b>									
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
<b>Net carrying value as at March 31, 2016</b>	<b>1</b>	<b>97</b>	<b>50</b>	<b>1,209</b>	<b>47</b>	<b>680</b>	<b>300</b>	<b>248</b>	<b>2,632</b>
<b>Gross carrying value:</b>									
As at April 1, 2016	67	1,023	71	1,413	54	728	318	268	3,942
Additions	-	16	-	-	-	-	-	-	16
Disposal/Adjustments	-	-	-	-	-	-	-	-	-
Translation Adjustment Loss/(Gain)	-	-	-	87	-	20	18	(1)	124
As at September 30, 2016	67	1,039	71	1,326	54	708	300	269	3,834
<b>Accumulated amortisation/impairment:</b>									
As at April 1, 2016	66	926	21	204	7	48	18	20	1,310
Amortisation	-	46	9	154	5	49	16	13	292
Disposal/Adjustments	-	-	-	-	-	-	-	-	-
Translation Adjustment Loss/(Gain)	-	-	-	26	-	6	3	(1)	34
As at September 30, 2016	66	972	30	332	12	91	31	34	1,568
<b>Net carrying value as at September 30, 2016</b>	<b>1</b>	<b>67</b>	<b>41</b>	<b>994</b>	<b>42</b>	<b>617</b>	<b>269</b>	<b>235</b>	<b>2,266</b>

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The amortisation expense for the period ended September 30, 2016 and September 30, 2015 is included in the following line items in the statement of profit or loss.

Particulars	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Cost of revenues	132	105	265	155
Selling, general and administrative expenses	13	10	27	15
<b>Total</b>	<b>145</b>	<b>115</b>	<b>292</b>	<b>170</b>

**b. Goodwill**

Particulars	As at	As at	As at
	September 30, 2016	March 31, 2016	April 1, 2015
Balance at the beginning of the period	4,815	740	740
Translation Adjustment Loss/(Gain)	169	204	-
Acquisition through business combination	-	4,279	-
<b>Balance at the end of the period</b>	<b>4,646</b>	<b>4,815</b>	<b>740</b>

The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. 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, 2016, 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, 2016
Long term growth rate	14.50%
Operating margins	26.30%
Discount rate	21.70%

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.



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**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:

As at September 2016

<b>Particulars</b>	<b>As at September 30, 2016</b>
<b>Non-current</b>	
Investment in non-convertible bonds, unlisted equity securities and preference shares	
Cost	59
Gross unrealised holding gains	(1)
Fair value	58
<b>Current</b>	
Investment in non-convertible bonds, term deposits, liquid and short-term mutual funds	
Cost	3,532
Gross unrealised holding gains	218
Gross unrealised holding (losses)	-
Fair value	3,750
<b>Total Investments</b>	<b>3,808</b>

As at March 2016 and April 1, 2015

<b>Particulars</b>	<b>As at March 31, 2016</b>	<b>As at April 1, 2015</b>
<b>Non-current</b>		
Investment in non-convertible bonds, unlisted equity securities and preference shares		
Cost	59	9
Gross unrealised holding gains	3	3
Fair value	62	12
<b>Current</b>		
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
<b>Total Investments</b>	<b>2,328</b>	<b>5,502</b>

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**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:

Instrument	Category	As per IAS 39		As per IFRS 9	
		Carrying value	Category	Carrying value	Category
<b>(i) Current</b>					
Investments in Mutual Funds (quoted)	Available for sale financial assets*	1,916	Fair value through profit or loss	1,916	
Investment in non-convertible bonds (quoted)	Available for sale financial assets*	100	Amortised cost	100	
Investments in term deposit (unquoted)	Amortised cost	250	Amortised cost	250	
Total		<u>2,266</u>		<u>2,266</u>	
<b>(i) Non current</b>					
Investments in equity instruments (unquoted)	Available for sale financial assets*	1	Fair value through other comprehensive income	1	
Investments in preference shares (unquoted)	Available for sale financial assets*	11	Fair value through other comprehensive income	11	
Investments in non-convertible bonds (quoted)	Available for sale financial assets*	50	Amortised cost	50	
Total		<u>62</u>		<u>62</u>	
Total Investments		<u>2,328</u>		<u>2,328</u>	

\* 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:

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

\* Fair value changes through other comprehensive income

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**7. Trade receivables**

Particulars	As at	As at	As at
	September 30, 2016	March 31, 2016	April 1, 2015
Trade receivables	9,436	9,853	7,046
Allowance for doubtful trade receivable	(148)	(125)	(83)
<b>Total</b>	<b>9,288</b>	<b>9,728</b>	<b>6,963</b>

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%

**8. Cash and cash equivalents**

Cash and cash equivalents consist of the following:

Particulars	As at	As at	As at
	September 30, 2016	March 31, 2016	April 1, 2015
Cash balances	-	1	-
Current and time deposits with banks #	1,364	2,331	3,763
<b>Cash and cash equivalents in the interim statement of financial position</b>	<b>1,364</b>	<b>2,332</b>	<b>3,763</b>
Book overdrafts used for cash management purposes (Refer note 12)	(17)	(395)	(155)
<b>Cash and cash equivalents in the statement of cash flow</b>	<b>1,347</b>	<b>1,937</b>	<b>3,608</b>

#Balance with banks amounting to Rs 8, Rs 343 and Rs 5 as of September 30, 2016, March 31, 2016 and April 1, 2015 includes unpaid dividends.

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.

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**9. Other assets**

Particulars	As at September 30, 2016	As at March 31, 2016	As at April 1, 2015
<b>Non-current</b>			
Capital advances	32	42	107
Security deposits	663	655	614
Prepaid expenses	160	171	196
Service tax credit receivable	176	138	-
Others	216	206	17
	<b>1,247</b>	<b>1,212</b>	<b>934</b>
<b>Current</b>			
Prepaid expenses	543	820	526
Advance to employees	309	417	232
Advance to suppliers	129	94	249
Interest accrued and not due	16	19	99
Deposits	10	38	136
Others	360	379	210
	<b>1,367</b>	<b>1,767</b>	<b>1,452</b>
<b>Total</b>	<b>2,614</b>	<b>2,979</b>	<b>2,386</b>

**10. Loans and borrowings**

A summary of loans and borrowings is as follows:

Particulars	As at September 30, 2016	As at March 31, 2016	As at April 1, 2015
<b>Non-current</b>			
Unsecured long-term loan and borrowings	14	14	18
	<b>14</b>	<b>14</b>	<b>18</b>
<b>Current</b>			
Current portion of unsecured long-term loan and borrowings	5	5	5
Secured bank loans	-	415	-
	<b>5</b>	<b>420</b>	<b>5</b>
<b>Total</b>	<b>19</b>	<b>434</b>	<b>23</b>

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 ending 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

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installments commencing from June 2011. Any delay in repayment entails a liability of 12% p.a. compounded monthly for the period of delay.

**11. Trade payables and accrued expenses**

Trade payables and accrued expenses consist of the following:

Particulars	As at	As at	As at
	September 30, 2016	March 31, 2016	April 1, 2015
Trade payables	379	734	753
Accrued expenses	1,153	1,155	956
<b>Total</b>	<b>1,532</b>	<b>1,889</b>	<b>1,709</b>

**12. Other liabilities and provisions**

Particulars	As at	As at	As at
	September 30, 2016	March 31, 2016	April 1, 2015
<b>Non-current</b>			
Others	549	832	337
	<b>549</b>	<b>832</b>	<b>337</b>
<b>Current</b>			
Book Overdraft	17	395	155
Advances from customers	28	44	27
Dividend payable	-	336	-
Employee and other liabilities	1,074	1,192	1,438
Statutory dues payable	397	469	249
Other liabilities	744	896	158
	<b>2,260</b>	<b>3,332</b>	<b>2,027</b>
<b>Total</b>	<b>2,809</b>	<b>4,164</b>	<b>2,364</b>
<b>Current Provisions</b>			
Provision for discount	559	667	367
Provision for disputed dues*	79	76	68
Provision for post contract support services	7	7	5
Provision for foreseeable losses on contracts	51	-	-
<b>Total</b>	<b>696</b>	<b>750</b>	<b>440</b>

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.

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**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	Three months ended		Six months ended		For the year ended March 31, 2016
	September 30, 2016	2015	September 30, 2016	2015	
Balance as at beginning of the period	560	432	667	367	367
Provisions made during the period	131	141	237	247	490
Utilisations during the period	(103)	(80)	(305)	(119)	(172)
Released during the period	(29)	-	(40)	(2)	(18)
Provision as at the end of the period	559	493	559	493	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	Three months ended		Six months ended		For the year ended March 31, 2016
	September 30, 2016	2015	September 30, 2016	2015	
Balance as at beginning of the period	7	6	7	5	5
Provisions made during the period	-	-	-	1	2
Released during the period	-	-	-	-	-
Provision as at the end of the period	7	6	7	6	7

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**Provision for disputed dues**

Particulars	Three months ended		Six months ended		For the year ended March 31, 2016
	September 30, 2016	2015	September 30, 2016	2015	
Balance as at beginning of the period	78	71	76	68	68
Provisions made during the period	1	2	3	5	8
Released during the period	-	-	-	-	-
Provision as at the end of the period	79	73	79	73	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	Three months ended		Six months ended		For the year ended March 31, 2016
	September 30, 2016	2015	September 30, 2016	2015	
Balance as at beginning of the period	16	-	-	-	-
Provisions made during the period	35	-	51	-	-
Released during the period	-	-	-	-	-
Provision as at the end of the period	51	-	51	-	-

**13. Employee benefit obligations**

Employee benefit obligations comprises of following:

Particulars	As at	As at	As at
	September 30, 2016	March 31, 2016	April 1, 2015
Gratuity	75	134	15
Compensated absences	734	538	356
<b>Total</b>	<b>809</b>	<b>672</b>	<b>371</b>

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**14. Financial instruments**

**Financial instruments by category**

The carrying value and fair value of financial instruments by categories as at September 30, 2016, March 31, 2016 and April 1, 2015 is as follows:

**As at September 30, 2016**

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
<b>Assets</b>					
Trade receivables	-	9,288	-	9,288	9,288
Unbilled revenue	-	2,206	-	2,206	2,206
Investments	3,180	620	8	3,808	3,808
Cash and cash equivalents	-	1,364	-	1,364	1,364
Derivative assets	45	-	-	45	45
Other assets	-	1,340	-	1,340	1,340
<b>Total assets</b>	<b>3,225</b>	<b>14,818</b>	<b>8</b>	<b>18,051</b>	<b>18,051</b>
<b>Liabilities</b>					
Loans and borrowings	-	19	-	19	19
Trade payables and accrued expenses	-	1,532	-	1,532	1,532
Contingent consideration	1,002	-	-	1,002	1,002
Other liabilities	-	1,250	-	1,250	1,250
<b>Total liabilities</b>	<b>1,002</b>	<b>2,801</b>	<b>-</b>	<b>3,803</b>	<b>3,803</b>

**As at March 31, 2016**

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
<b>Assets</b>					
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
<b>Total assets</b>	<b>1,969</b>	<b>16,052</b>	<b>12</b>	<b>18,033</b>	<b>18,033</b>
<b>Liabilities</b>					
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
<b>Total liabilities</b>	<b>1,432</b>	<b>4,071</b>	<b>-</b>	<b>5,503</b>	<b>5,503</b>



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**As at April 1, 2015**

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
<b>Assets</b>					
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
<b>Total assets</b>	<b>4,814</b>	<b>13,507</b>	<b>12</b>	<b>18,333</b>	<b>18,333</b>
<b>Liabilities</b>					
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
<b>Total liabilities</b>	<b>461</b>	<b>3,239</b>	<b>-</b>	<b>3,700</b>	<b>3,700</b>

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.

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- 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 30 September 2016 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 Company 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 September 30, 2016 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 September 30, 2016, March 31, 2016 and April 1, 2015:

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**As at September 30, 2016**

Particulars	As of September 30, 2016	Fair value measurement at end of the reporting period using		
		Level 1	Level 2	Level 3
<b>Assets</b>				
Investments in mutual fund units	3,180	3,180	-	-
Investments in unlisted equity securities and preference shares	8	-	-	8
Derivative financial instruments-gain on outstanding foreign exchange forward and option contracts	45	-	45	-
<b>Liabilities</b>				
Derivative financial instruments-loss on outstanding foreign exchange forward and option contracts	-	-	-	-
Contingent consideration	1,002	-	-	1,002

There have been no transfers between level 1, level 2 and level 3 for the period ended September 30, 2016.

**As at March 31, 2016**

Particulars	As of March 31, 2016	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
<b>Assets</b>				
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	-
<b>Liabilities</b>				
Derivative financial instruments-loss on outstanding foreign exchange forward and option contracts	1	-	1	-
Contingent consideration	1,431	-	-	1,431

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**As at April 1, 2015**

Particulars	As of April 1, 2015	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
<b>Assets</b>				
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	-
<b>Liabilities</b>				
Derivative financial instruments-loss on outstanding foreign exchange forward and option contracts	3	-	3	-
Contingent consideration	458	-	-	458

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 September 30, 2016	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:

Particulars	Six months ended September 30,	
	2016	2015
Income from Investments in mutual funds	166	131
Interest income on financial asset at amortized cost	55	143
Interest expense	(98)	(55)

Particulars	Three months ended September 30,	
	2016	2015
Income from Investments in mutual funds	110	82
Interest income on financial asset at amortized cost	30	69
Interest expense	(47)	(46)

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**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 September 30,	As at March 31,	As at April 1,
	2016	2016	2015
Non-designated derivative instruments (Sell)			
In US \$ millions	32	31	32
In Euro millions	2	3	5
In GBP millions	2	2	2

As at September 30, 2016 and September 30, 2015 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 September 30,	As at March 31,	As at April 1,
	2016	2016	2015
<b>Non-designated derivative instruments (Sell)</b>			
Not later than 1 month			
in USD millions	12	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	20	19	19
in EUR millions	1	2	3
in GBP millions	1	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

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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 percentage of revenues generated from top customer and top 5 customers:

Particulars	Six months ended September 30,		Three months ended September	
	2016	2015	2016	2015
Revenue from top customer	3,604	2,290	1,862	1,233
Revenue from top 5 customer	7,815	6,901	3,879	3,684

One customer accounted for more than 10% of the revenue during the three and six months ended September 30, 2016 and September 30, 2015; however none of the customer accounted for more than 10% of the receivables for the period ended September 30, 2016 and September 30, 2015.

*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.

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**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:

Particulars	As at September 30,	As at March 31,	As at April 1,
	2016	2016	2015
Cash and cash equivalents	1,364	2,332	3,763
Investments in mutual funds (quoted)	3,180	1,916	4,790
Investments in non-convertible bonds	200	100	-
Interest bearing deposits with corporates	370	250	700
<b>Total</b>	<b>5,114</b>	<b>4,598</b>	<b>9,253</b>

The table below provides details regarding the contractual maturities of significant financial liabilities as at September 30, 2016, March 31, 2016 and April 1, 2015:

Particulars	As at September 30, 2016		
	Less than 1 year	1-2 years	2 years and above
Loans and borrowings	5	5	9
Trade payables and accrued expenses	1,532	-	-
Other liabilities	1,775	477	-

Particulars	As at March 31, 2016		
	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	2,037	555	192

Particulars	As at April 1, 2015		
	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	-	-

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**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 72 increase and Rs 30 increase in the Group's net profit as at September 30, 2016;
- b) an approximately Rs 32 decrease and Rs 32 increase in the Group's net profit as at September 30, 2015;

The following table presents foreign currency risk from non-derivative financial instruments as of September 30, 2016, March 31, 2016 and April 1, 2015.

Particulars	Amount in Rs million				
	US \$	Euro	Pound Sterling	Other currencies *	Total
<b>Assets</b>					
Trade Receivables	6,286	815	1,172	743	9,016
Unbilled Revenue	1,526	87	424	93	2,130
Cash and cash equivalents	628	120	277	275	1,300
Other assets	107	30	35	27	199
<b>Liabilities</b>					
Trade payables and accrued expenses	619	39	203	79	940
Other liabilities	1,059	33	518	30	1,640
<b>Net assets/liabilities</b>	<b>6,869</b>	<b>980</b>	<b>1,187</b>	<b>1,029</b>	<b>10,065</b>

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



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As at March 31, 2016					Amount in Rs million
Particulars	US \$	Euro	Pound Sterling	Other currencies *	Total
<b>Assets</b>					
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
<b>Liabilities</b>					
Loans and borrowings	15	-	-	-	15
Trade payables and accrued expenses	387	1	113	2	503
Other liabilities	1,385	38	912	76	2,411
<b>Net assets/liabilities</b>	<b>7,720</b>	<b>1,019</b>	<b>1,107</b>	<b>1,018</b>	<b>10,864</b>

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

As at April 1, 2015					Amount in Rs million
Particulars	US \$	Euro	Pound Sterling	Other currencies *	Total
<b>Assets</b>					
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
<b>Liabilities</b>					
Trade payables and accrued expenses	167	1	8	8	184
Other liabilities	299	30	67	110	506
<b>Net assets/liabilities</b>	<b>6,514</b>	<b>1,006</b>	<b>882</b>	<b>558</b>	<b>8,960</b>

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

For the three and six months ended September 30, 2016, every 1% increase/decrease of the respective foreign currencies compared to functional currency of the Group would impact operating margins by 0.2%/(0.3)% and 0.2%/(0.3)% respectively. For the three and six months ended September 30, 2015, the impact on operating margins would be 0.2%/(0.3)% and 0.2%/(0.3)% 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 10 above.

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**15. Income tax expense**

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

Particulars	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
<b>Current taxes</b>				
In respect of the current period	371	496	843	926
<b>Deferred taxes</b>				
In respect of the current period	(39)	(54)	(89)	(101)
<b>Grand total</b>	<b>332</b>	<b>442</b>	<b>754</b>	<b>825</b>

Income tax expense has been allocated as follows:

Particulars	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Income tax expense as per the statement of profit or loss	332	442	754	825
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	4	15	3	6
	4	15	4	6
<b>Total</b>	<b>338</b>	<b>427</b>	<b>750</b>	<b>819</b>

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	Six months ended September 30,	
	2016	2015
Profit before tax	2,911	3,627
Enacted income tax rate in India	34.61%	34.61%
Computed expected tax expense	1,007	1,255
<b>Effect of:</b>		
Income exempt from tax	(609)	(593)
Temporary differences reversed during the tax holiday period	37	25
Expenses that are not deductible in determining taxable profit	33	16
Different tax rates of branches operating in other jurisdictions	272	114
Others	14	8
<b>Total income tax expense</b>	<b>754</b>	<b>825</b>

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Particulars	Three months ended September 30,	
	2016	2015
Profit before tax	1,281	1,967
Enacted income tax rate in India	34.61%	34.61%
Computed expected tax expense	443	681
<b>Effect of:</b>		
Income exempt from tax	(283)	(328)
Temporary differences reversed during the tax holiday period	26	20
Expenses that are not deductible in determining taxable profit	8	12
Different tax rates of branches operating in other jurisdictions	140	50
Others	(2)	7
<b>Total income tax expense</b>	<b>332</b>	<b>442</b>

The tax rates under Indian Income Tax Act, for the period ended September 30, 2016 and September 30, 2015 is 34.61% and 34.61% respectively.

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

Particulars	As at	As at
	September 30, 2016	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
Unused tax losses of foreign jurisdiction	153	152

The components of deferred tax assets are as follows: Deferred tax assets/(liabilities) as at September 30, 2016 in relation to:

Particulars	As at April 1,	Recognised in		As at September 30, 2016
	2016	Recognised in profit and loss	Other Comprehensive Income	
Property, plant and equipment	254	42	-	296
Provision for doubtful debts	22	1	-	23
Provision for compensated absence	203	65	-	268
Intangibles	(337)	39	-	(298)
Others	123	(13)	-	110
Net gain on fair value of mutual funds	(30)	(45)	-	(75)
FVTOCI financial investments	(1)	-	1	-
Deferred tax related to Net loss/(gain) on remeasurements of defined benefit plans recognised in OCI during the year	-	-	3	3
MAT Credit entitlement	198	-	-	(13)
	<b>432</b>	<b>89</b>	<b>4</b>	<b>512</b>

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

Particulars	As at April 1, 2015	Recognised in		Recognised directly in equity	As at March 31, 2016
		Recognised in profit and loss	Other Comprehensive Income		
Property, plant and equipment	205	49	-	-	254
Provision for doubtful debts	16	6	-	-	22
Provision for compensated absence	117	86	-	-	203
Intangibles	(67)	52	-	(322)	(337)
Others	111	12	-	-	123
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
	<b>493</b>	<b>202</b>	<b>6</b>	<b>(269)</b>	<b>432</b>

Deferred tax assets/(liabilities) as at September 30, 2015 in relation to:

Particulars	As at April 1, 2015	Recognised in		Recognised directly in equity	As at September 30, 2015
		Recognised in profit and loss	Other Comprehensive Income		
Property, plant and equipment	205	(3)	-	-	202
Provision for doubtful debts	16	7	-	-	23
Provision for compensated absence	117	33	-	-	150
Intangibles	(67)	26	-	(386)	(427)
Others	111	32	-	-	143
Net gain on fair value of mutual funds	(27)	6	-	-	(21)
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)	-	4	-	(2)
MAT Credit entitlement	145	-	-	(6)	139
	<b>493</b>	<b>101</b>	<b>4</b>	<b>(392)</b>	<b>206</b>

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

The 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

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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.

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**16. 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 167,956,514 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.

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 accumulated 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 period ended September 30, 2016, year ended March 31, 2016 and March 31, 2015 was Rs 3, 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 corporate dividend tax of Rs 86. Also, the Board of Directors at its meeting held on October 21, 2016 have recommended an interim dividend of 30% (Rs 3 per equity share of par value of Rs 10 each).

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.

*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.

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*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.

**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.

The capital structure is as follows:

Particulars	As at September 30, 2016	As at March 31, 2016	As at April 1, 2015
Total equity attributable to the equity share holders of the company	25,444	24,179	21,280
As percentage of total capital	100%	97%	99%
Current loans and borrowings	5	420	5
Non-current loans and borrowings	14	14	18
Total loans and borrowings	19	434	23
As a percentage of total capital	0%	2%	0%
<b>Total capital (loans and borrowings and equity)</b>	<b>25,463</b>	<b>24,613</b>	<b>21,303</b>

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 available-for-sale financial assets which is predominantly investment in liquid and short term mutual funds being far in excess of debt.

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**17. Expenses by nature**

Particulars	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Employee benefits	8,470	6,756	16,769	12,479
Depreciation and amortisation	457	409	925	743
Recruitment, staff welfare and training expenses	159	167	337	287
Travel and conveyance	493	541	1,181	1,179
Communication expenses	189	159	369	290
Sub-contractor charges/Outsourced technical services/software purchases	840	808	1,685	1,426
Consumables/maintenance and repairs	307	235	595	453
Post contract support services	-	-	-	1
Power and fuel	80	79	171	159
Lease rentals/charges	247	210	490	409
Printing and stationery	6	5	15	11
Advertisement	18	24	26	29
Bank charges	4	3	8	6
Rates, taxes and insurance	62	78	124	122
Marketing expenses	138	131	276	212
Legal and professional expenses	166	140	295	237
Provision/write off of bad and doubtful trade receivables	21	29	23	49
Others	136	100	295	216
<b>Total cost of revenues, selling, general and administrative expenses</b>	<b>11,793</b>	<b>9,874</b>	<b>23,584</b>	<b>18,308</b>

**18. Employee benefits**

Particulars	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Salary and allowances	7,696	6,171	15,162	11,356
Defined benefit plan - Gratuity cost	24	22	48	44
Contribution to provident and other funds	732	556	1,522	1,037
Share based compensation	18	7	37	42
<b>Total</b>	<b>8,470</b>	<b>6,756</b>	<b>16,769</b>	<b>12,479</b>



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

Particulars	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Cost of revenues	7,064	5,783	13,958	10,722
Selling, general and administrative expenses	1,406	973	2,811	1,757
<b>Total</b>	<b>8,470</b>	<b>6,756</b>	<b>16,769</b>	<b>12,479</b>

Defined benefit plans

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

Particulars	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Gratuity Cost				
Service cost	25	20	49	44
Net interest on net defined liability/(asset)	-	1	2	-
Re-measurement - actuarial gain/(loss) recognised in OCI	23	71	19	25
<b>Net gratuity cost</b>	<b>48</b>	<b>92</b>	<b>70</b>	<b>69</b>
<b>Assumptions</b>				
Interest rate	6.80%	7.80%	6.80%	7.80%
Salary increase	4.00%	5.00%	4.00%	5.00%

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.

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

Particulars	As at September 30, 2016	As at March 31, 2016	As at April 1, 2015
<b>Change in projected benefit obligations</b>			
Obligations at the beginning of the period	517	411	365
Service cost	45	91	79
Interest cost	19	29	29
Benefits settled	(41)	(50)	(55)
Actuarial (gain)/loss - Experience	18	60	(31)
Actuarial (gain)/loss – demographic assumptions	2	-	3
Actuarial (gain)/loss – financial assumptions	(2)	(24)	21
<b>Obligations at end of the period</b>	<b>558</b>	<b>517</b>	<b>411</b>

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<b>Change in plan assets</b>			
Plan assets at the beginning of the period, at fair value	376	396	363
Interest income on plan assets	16	29	32
Re-measurement - actuarial gain/(loss)	-	(2)	3
Contributions	128	3	53
Benefits settled	(37)	(50)	(55)
<b>Plan assets at the end of the period, at fair value</b>	<b>483</b>	<b>376</b>	<b>396</b>

Historical Information: -

Particulars	As at September 30,		As at March 31,		
	2016	2016	2015	2014	2013
Present value of defined benefit obligation	(558)	(517)	(411)	(365)	(324)
Fair Value of Plan	483	376	396	363	313
<b>Asset/ (liability) recognized</b>	<b>(75)</b>	<b>(141)</b>	<b>(15)</b>	<b>(2)</b>	<b>(11)</b>

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		
	As at September 30, 2016	March 31, 2016	As at April 1, 2015
Experience adjustment on plan liabilities	18	55	32
Experience adjustment on plan assets	1	2	6

**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 September 30, 2016		As at March 31, 2016		As at April 1, 2015	
	Increase	Decrease	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(27)	30	(26)	29	(21)	29
Future salary growth (1% movement)	29	(27)	28	(26)	23	(26)

Maturity profile of defined benefit obligation:

Particulars	As at		As at
	September 30, 2016	March 31, 2016	April 1, 2015
Within 1 year	92	77	68
1-2 year	95	86	77
2-3 year	106	95	85
3-4 year	113	101	96
4-5 year	126	117	108
5-10 year	587	603	565

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The Group expects to contribute Rs 75 to its defined benefit plans during the next fiscal year.

As at September 30, 2016, 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.

**19. Finance and other income**

Particulars	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Interest income on financial assets at amortised cost	30	69	55	143
Net gain on sale of investments in mutual funds	19	9	35	10
Gain on sale of property, plant and equipment	3	10	5	11
Dividend income from investments in mutual funds	1	9	3	49
Net gain on financial assets designated at fair value through profit and loss	90	64	128	72
Others	52	5	77	7
<b>Total</b>	<b>195</b>	<b>166</b>	<b>303</b>	<b>292</b>

**20. 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	Three months ended September 30, 2016		Three months ended September 30, 2015*	
	Basic EPS	Diluted EPS	Basic EPS	Diluted EPS
Weighted average number of equity shares outstanding during the period	167,877,259	167,877,259	167,603,019	167,603,019
Weighted average number of equity shares resulting from assumed exercise of employee stock options	-	330,621	-	470,139
Weighted average number of equity shares for calculation of earnings per share	167,877,259	168,207,880	167,603,019	168,073,158

\*Adjusted for bonus issue

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Particulars	Six months ended September 30, 2016		Six months ended September 30, 2015*	
	Basic EPS	Diluted EPS	Basic EPS	Diluted EPS
Weighted average number of equity shares outstanding during the period	167,847,094	167,847,094	167,553,329	167,553,329
Weighted average number of equity shares resulting from assumed exercise of employee stock options	-	308,298	-	477,527
Weighted average number of equity shares for calculation of earnings per share	167,847,094	168,155,392	167,553,329	168,030,856

\*Adjusted for bonus issue

## 21. 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 September 30, 2016, 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 April 30, 2006. The contractual life of each option is 11 years after the date of grant.

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Particulars	Three months ended September 30,		2015*	
	2016	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the period	13,720	12.50	19,952	25.00
Granted during the period	-	-	-	-
Exercised during the period	2,568	12.50	5,736	25.00
Lapsed during the period	280	12.50	390	25.00
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	<b>10,872</b>	<b>12.50</b>	<b>13,826</b>	<b>25.00</b>
Options vested and exercisable, end of the period	10,872	12.50	13,826	25.00

\*Pre bonus issue. Refer note 31

Particulars	Six months ended September 30,		2015*	
	2016	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the period	18,360	12.50	23,072	25.00
Granted during the period	-	-	-	-
Exercised during the period	7,208	12.50	7,952	25.00
Lapsed during the period	280	12.50	1,294	25.00
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	<b>10,872</b>	<b>12.50</b>	<b>13,826</b>	<b>25.00</b>
Options vested and exercisable, end of the period	10,872	12.50	13,826	25.00

\*Pre bonus issue. Refer note 31

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

This plan was terminated on October 25, 2006 and there are no options outstanding as at September 30, 2016, 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.

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Particulars	Three months ended September 30,		2015*	
	2016	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the period	-	-	38,350	260.00
Granted during the period	-	-	-	-
Exercised during the period	-	-	23,350	260.00
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	-	-	<b>15,000</b>	<b>260.00</b>
Options vested and exercisable, end of the period	-	-	15,000	260.00

\*Pre bonus issue. Refer note 31

Particulars	Six months ended September 30,		2015*	
	2016	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the period	-	-	74,000	265.07
Granted during the period	-	-	-	-
Exercised during the period	-	-	59,000	266.36
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	-	-	<b>15,000</b>	<b>260.00</b>
Options vested and exercisable, end of the period	-	-	15,000	260.00

\*Pre bonus issue. Refer note 31

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.

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Particulars	Three months ended September 30,		2015*	
	2016	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the period	152,336	106.50	82,112	214.89
Granted during the period	-	-	-	-
Exercised during the period	1,380	119.63	5,944	239.25
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	<b>150,956</b>	<b>106.38</b>	<b>76,168</b>	<b>212.99</b>
Options vested and exercisable, end of the period	150,956	106.38	76,168	212.99

\*Pre bonus issue. Refer note 31

Particulars	Six months ended September 30,		2015*	
	2016	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the period	152,336	106.50	83,076	215.18
Granted during the period	-	-	-	-
Exercised during the period	1,380	119.63	6,908	239.25
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	<b>150,956</b>	<b>106.38</b>	<b>76,168</b>	<b>212.99</b>
Options vested and exercisable, end of the period	150,956	106.38	76,168	212.99

\*Pre bonus issue. Refer note 31

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.

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Particulars	Three months ended September 30,		Number of share options	Weighted average Exercise price
	2016	2015*		
Outstanding options, beginning of the period	-	-	40,000	278.00
Granted during the period	-	-	-	-
Exercised during the period	-	-	-	-
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	-	-	<b>40,000</b>	<b>278.00</b>
Options vested and exercisable, end of the period	-	-	40,000	278.00

\*Pre bonus issue. Refer note 31

Particulars	Six months ended September 30,		Number of share options	Weighted average Exercise price
	2016	2015*		
Outstanding options, beginning of the period	40,000	123.25	40,000	278.00
Granted during the period	-	-	-	-
Exercised during the period	40,000	123.25	-	-
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	-	-	<b>40,000</b>	<b>278.00</b>
Options vested and exercisable, end of the period	-	-	40,000	278.00

\*Pre bonus issue. Refer note 31

**Program 7 [ESOP 2010A]**

In-principle approvals for administering the seventh stock option program i.e. ESOP 2010 (A) has 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 September 30, 2016, 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.



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Particulars	Three months ended September 30,			
	2016		2015*	
	Number of share options	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the period	-	-	-	-
Granted during the period	143,030	10.00	34,352	10.00
Exercised during the period	121,750	10.00	29,394	10.00
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	<b>21,280</b>	<b>10.00</b>	<b>4,958</b>	<b>10.00</b>
Options vested and exercisable, end of the period	21,280	10.00	4,958	10.00

\*Pre bonus issue. Refer note 31

Particulars	Six months ended September 30,			
	2016		2015*	
	Number of share options	Weighted average Exercise price	Number of share options	Weighted average Exercise price
Outstanding options, beginning of the period	-	-	-	-
Granted during the period	143,030	10.00	34,352	10.00
Exercised during the period	121,750	10.00	29,394	10.00
Lapsed during the period	-	-	-	-
Forfeited during the period	-	-	-	-
Outstanding options, end of the period	<b>21,280</b>	<b>10.00</b>	<b>4,958</b>	<b>10.00</b>
Options vested and exercisable, end of the period	21,280	10.00	4,958	10.00

\*Pre bonus issue. Refer note 31

The following tables summarize information about the options/ shares outstanding under various programs as at September 30, 2016, March 31, 2016 and April 1, 2015.

Particulars	As at September 30, 2016		
	Number of options/shares	Weighted average remaining contractual life (in years)	Weighted average exercise price (in Rs)
Program 2	10,872	0.44	12.50
Program 5	150,956	0.83	106.38
ERSP 2012	21,280	-	10.00

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Particulars	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 31

***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 September 30, 2016 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 period	<b>657,250</b>
Contractual life	2 years
Date of grant	21-Oct-15
Price per share/ unit	Grant price of Rs 686

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<b>Particulars</b>	<b>ERSP 2012 Plan**</b>
Outstanding units/shares as at the beginning of the period	342,700
Number of units/shares covered under letters of intent issued	80,000
Vested units/ shares	133,030
Lapsed units/ shares	4,970
Forfeited units/ shares	-
Cancelled units/ shares	-
Outstanding units/shares as at the end of the period	<b>284,700</b>
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 weighted average fair value of each unit under the above mentioned ERSP 2012 plan, granted during the three and six months ended was Rs 542.42 and Rs 542.42 respectively using the Black-Scholes model with the following assumptions:

	<b>As at September 30, 2016</b>
Weighted average grant date share price	568.60
Weighted average exercise price	Rs 10
Dividend yield %	2.39%
Expected life	1-2 years
Risk free interest rate	6.84%
Volatility	86.68%

## **22. Operating leases**

The Group has various operating leases, mainly for office buildings including land. Lease rental expense under such non-cancellable operating lease during three months ended and six months ended September 30, 2016 amounted to Rs 120 and Rs 238 respectively and September 30, 2015 amounted to Rs 112 and Rs 221 respectively.

Future minimum lease payments under non-cancellable operating lease as at September 30, 2016 is as below:

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<b>Minimum lease payments</b>	<b>As at September 30, 2016</b>	<b>As at March 31, 2016</b>	<b>As at April 1, 2015</b>
Payable – Not later than one year	388	372	414
Payable – Later than one year and not later than five years	565	475	585
Payable – Later than five years	344	258	286

Additionally, the Group leases office facilities and residential facilities under cancellable operating leases. The rental expense under cancellable operating lease during three months and six months ended September 30, 2016 amounted to Rs 127 and Rs 252 respectively and September 30, 2015 amounted to Rs 98 and Rs 188 respectively.

**23. Related party relationships and transactions**

<b>Name of related party</b>	<b>Nature of relationship</b>
Coffee Day Global Limited	
Tanglin Developments Limited ('TDL')	These entities are part of Coffee Day Group which through various entities and its promoters holds 19.82% equity stake in Mindtree
Mysore Amalgamated Coffee Estate Ltd	
Janaagraha Centre for Citizenship & Democracy	Entity with common key managerial person
Mindtree Foundation	Entity with common key managerial person

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

<b>Name of related party</b>	<b>Nature of transaction</b>	<b>Three months ended September 30,</b>	
		<b>2016</b>	<b>2015</b>
Mysore Amalgamated Coffee Estate Ltd	Reimbursement of travel expenses	-	-
Mindtree Foundation	Donation paid	13	6
Coffee Day Global Limited	Procurement of supplies	8	8
	Software services rendered	17	-
Tanglin Developments Limited	Leasing office buildings and land	101	96

Advance/ deposits paid:

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- towards lease rentals	117	-
Advance/ deposits received back:		
- towards electricity deposit/ charges	-	4
- towards lease rentals	24	49

Name of related party	Nature of transaction	Six months ended September 30,	
		2016	2015
Mysore Amalgamated Coffee Estate Ltd	Reimbursement of travel expenses	-	1
Mindtree Foundation	Donation paid	25	24
Coffee Day Global Limited	Procurement of supplies	10	10
	Software services rendered	24	-
Tanglin Developments Limited	Leasing office buildings and land	209	185
	Advance/ deposits paid:		
	- towards lease rentals	117	-
	Advance/ deposits received back:		
	- towards electricity deposit/ charges	-	16
	- towards lease rentals	45	96

*Balances payable to related parties are as follows:*

Name of related party	As at September 30, 2016	As at March 31, 2016	As at April 1, 2015
Coffee Day Global Limited	-	1	-

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*Balances receivable from related parties are as follows:*

<b>Name of related party</b>	<b>Nature of transactions</b>	<b>As at September 30, 2016</b>	<b>As at March 31, 2016</b>	<b>As at April 1, 2015</b>
Coffee Day Global Limited	Trade Receivables	29	25	-
Tanglin Developments Limited	Short-term loans and advances			
	Rental advance	102	-	94
	Long-term loans and advances			
	Advance towards electricity charges	-	-	16
	Security deposit (including electricity deposit) returnable on termination of lease	270	298	375

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

**Key Managerial Personnel:**

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

\*Appointed with effect from July 19, 2016

Transactions with key management personnel are as given below:

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Key management personnel comprise directors and members of the executive council. Particulars of remuneration and other benefits paid to key management personnel during the period ended September 30, 2016 and September 30, 2015 have been detailed below:

<b>Particulars</b>	<b>Three months ended September 30,</b>	
	<b>2016</b>	<b>2015</b>
Whole-time directors		
Salaries	9	10
Contribution to Provident fund	1	1
Bonus and Incentives	9	11
Reimbursement of expenses	-	1
Share-Based payments as per IFRS 2	2	2
<b>Total Remuneration</b>	<b>21</b>	<b>25</b>
Non-whole-time directors		
Commission	9	4
<b>Total Remuneration</b>	<b>9</b>	<b>4</b>
<b>Total</b>	<b>30</b>	<b>29</b>

<b>Particulars</b>	<b>Six months ended September 30,</b>	
	<b>2016</b>	<b>2015</b>
Whole-time directors		
Salaries	19	20
Contribution to Provident fund	1	1
Bonus and Incentives	22	23
Reimbursement of expenses	-	1
Share-Based payments as per IFRS 2	2	11
<b>Total Remuneration</b>	<b>44</b>	<b>56</b>
Non-whole-time directors		
Commission	13	8
<b>Total Remuneration</b>	<b>13</b>	<b>8</b>
<b>Total</b>	<b>57</b>	<b>64</b>

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 three months and six months ended September 30, 2016 amounts to Rs 66 and Rs 110 respectively and for three months and six months ended September 30, 2015 amounts to Rs 33 and Rs 142 respectively. Further, during the quarter and six months ended September 30, 2016, 44,340 shares were allotted to the key management personnel.

**24. Acquisition of Discoverture Solutions L.L.C. ('DS LLC')**

On February 13, 2015, the Group acquired 100% of the membership interest in DS LLC, thereby obtaining control.

DS LLC is an IT services and solutions firm specializing in the property and casualty (P&C) insurance and health care customers. The acquisition of DS LLC will enable the Group to increase its foot print in (P&C) insurance industry through access to DS LLC's customer base, its expertise and brand value in the market. The Group also believes that P&C insurance

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industry has potential for growth.

The acquisition was executed through an equity interest agreement to acquire 100% of the membership interest in DS LLC and asset purchase and employee transition facilitation agreement of the India operations of DS LLC.

The fair value of purchase consideration of Rs 1,051 comprised upfront cash consideration of Rs 581, deferred consideration of Rs 361 and contingent consideration of Rs 109.

The details are provided below:

<b>Sl. No.</b>	<b>Nature of consideration</b>	<b>Amount (Rs)</b>	<b>Fair value (Rs)</b>	<b>Terms</b>
1.	Upfront cash consideration	581	581	
2.	Deferred consideration	371	361	USD 4 million payable in February 2016 and USD 2 million in September 2016
3.	Contingent consideration	120	109	Payable in two installments for Fiscal Years 2015 and 2016 determined based on achievement of certain financial targets
<b>Total</b>		<b>1,072</b>	<b>1,051</b>	

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 23.9% 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 311. 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:

<b>Component</b>	<b>Acquiree's carrying amount</b>	<b>Fair value adjustments</b>	<b>Purchase price allocated</b>
Property, plant and equipment	12	-	12
Net current assets	162	-	162
Intangible assets	1	206	207
Deferred tax liabilities on intangible assets	-	(70)	(70)
<b>Total</b>	<b>175</b>	<b>136</b>	<b>311</b>
Goodwill			740
<b>Total purchase price</b>			<b>1,051</b>

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



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realized.

The goodwill amounting to Rs 740 comprises value of benefits of expected synergies, future revenue, future market developments, assembled workforce, etc.

The goodwill amounting to Rs 740 is expected to be deductible for tax purposes

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

**Note:**

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'. The recoverable amount of a CGU is the higher of its fair value less cost to sell and its value-in-use. 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, 2016, 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:

	<b>As at</b>
	<b>March 31, 2016</b>
Long term growth rate	14.50%
Operating margins	26.30%
Discount rate	21.70%

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.

**25. 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.

The fair value of purchase consideration of Rs 3,981 comprised upfront cash consideration of Rs 3,379 and contingent consideration of Rs 602.

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The details are provided below:

<b>Sl. No.</b>	<b>Nature of consideration</b>	<b>Amount (Rs)</b>	<b>Fair value (Rs)</b>	<b>Terms</b>
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
<b>Total</b>		<b>4,214</b>	<b>3,981</b>	

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 23.9% 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:

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

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.

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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 operating segments in the segmental reporting.

**26. 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.

The details are provided below:

<b>Sl. No.</b>	<b>Nature of consideration</b>	<b>Amount (Rs)</b>	<b>Fair value (Rs)</b>	<b>Terms</b>
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
<b>Total</b>		<b>549</b>	<b>522</b>	

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 23.9% 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:

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

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.

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**27. Acquisition of Magnet 360 LLC**

On January 18, 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.

The details are provided below:

<b>Sl. No.</b>	<b>Nature of consideration</b>	<b>Amount (Rs)</b>	<b>Fair value (Rs)</b>	<b>Terms</b>
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
<b>Total</b>		<b>3,092</b>	<b>2,962</b>	

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 23.9% 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:

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

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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.

The goodwill amounting to Rs 1,788 is expected to be deductible for tax purposes

From the date of acquisition, Magnet 360 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 dates indicated or that may result in the future.

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

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**28. 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 Company'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; and the rest of the world comprises of all other places 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.

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

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.

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**Industry Segments:**

<b>Statement of income</b>	<b>Three months ended September 30,</b>	
	<b>2016</b>	<b>2015</b>
<b>Segment revenue</b>		
RCM	3,134	3,039
BFSI	3,204	2,983
TMS	4,748	3,978
TH	1,868	1,657
<b>Total</b>	<b>12,954</b>	<b>11,657</b>
<b>Segment operating income</b>		
RCM	324	664
BFSI	294	487
TMS	904	789
TH	96	252
<b>Total</b>	<b>1,618</b>	<b>2,192</b>
Depreciation and Amortization expense	(457)	(409)
Profit for the year before finance expenses, other income and tax	<b>1,161</b>	<b>1,783</b>
Finance costs	(47)	(46)
Other income	165	97
Interest income	30	69
Foreign exchange gain/(loss)	(28)	64
<b>Net profit before taxes</b>	<b>1,281</b>	<b>1,967</b>
Income taxes	(332)	(442)
<b>Net profit after taxes</b>	<b>949</b>	<b>1,525</b>
<b>Other information</b>	<b>Three months ended September 30,</b>	
	<b>2016</b>	<b>2015</b>
Other significant non-cash expense (Allocable)		
RCM	22	7
BFSI	5	6
TMS	13	10
TH	15	1



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<b>Statement of income</b>	<b>Six months ended September 30,</b>	
	<b>2016</b>	<b>2015</b>
<b>Segment revenue</b>		
RCM	6,328	5,202
BFSI	6,510	5,614
TMS	9,539	7,437
TH	3,853	3,179
<b>Total</b>	<b>26,230</b>	<b>21,432</b>
<b>Segment operating income</b>		
RCM	821	1,128
BFSI	651	824
TMS	1,796	1,453
TH	303	462
<b>Total</b>	<b>3,571</b>	<b>3,867</b>
Depreciation and Amortization expense	(925)	(743)
Profit for the year before finance expenses, other income and tax	<b>2,646</b>	<b>3,124</b>
Finance costs	(98)	(55)
Other income	248	149
Interest income	55	143
Foreign exchange gain/(loss)	60	266
<b>Net profit before taxes</b>	<b>2,911</b>	<b>3,627</b>
Income taxes	(754)	(825)
<b>Net profit after taxes</b>	<b>2,157</b>	<b>2,802</b>

<b>Other information</b>	<b>Six months ended September 30,</b>	
	<b>2016</b>	<b>2015</b>
Other significant non-cash expense (Allocable)		
RCM	28	8
BFSI	4	10
TMS	9	17
TH	33	8

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**Geographical information**

	Three months ended		Six months ended	
	September 30,		September 30,	
Revenues	2016	2015	2016	2015
America	8,759	7,365	17,615	13,952
Europe	2,777	3,100	5,848	5,249
India	451	373	864	704
Rest of world	967	819	1,903	1,527
<b>Total</b>	<b>12,954</b>	<b>11,657</b>	<b>26,230</b>	<b>21,432</b>

**29. Contingent liabilities**

- a) The Group has received an income tax assessment 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 the favourable order from ITAT.

- b) The Group has received income tax assessments for financial years 2006-07 and 2007-08 for the erstwhile subsidiary Mindtree Technologies Private Limited (MTPL) with demands amounting to Rs 11 and Rs 10 on account of certain disallowances/ adjustments made by income tax department. Management believes that the position taken by it on the matter is tenable and hence, no adjustment has been made to the financial statements. The 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 assessments under Section 143(3) of the Income-tax Act 1961 pertaining to erstwhile subsidiary Aztecsoft Limited for the financial years 2001-02, 2002-03, 2003-04, 2004-05, 2005-06, 2006-07, 2007-08 and 2008-09 wherein demand of Rs 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 478 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

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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.

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 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 Income-tax ('ACIT') with a demand amounting to Rs 39 on account of certain other disallowances/ transfer pricing adjustments made by income tax department. Management believes that the position taken by it on the matter is tenable and hence, no adjustment has been made to the financial statements. The 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).
- 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

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tenable and hence, no adjustment has been made to the financial statements. The Company has filed an appeal with Commissioner of Income Tax (Appeals).

30. Estimated amount of contracts remaining to be executed on capital account and not provided for as at September 30, 2016 is Rs 420 (March 31, 2016: Rs 262 and April 1, 2015: Rs 508).
31. 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.
32. 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	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Grant towards workforce training	-	1	2	1
<b>Total</b>	<b>-</b>	<b>1</b>	<b>2</b>	<b>1</b>

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	Three months ended September 30,		Six months ended September 30,	
	2016	2015	2016	2015
Grant towards R & D credit	12	21	18	21
<b>Total</b>	<b>12</b>	<b>21</b>	<b>18</b>	<b>21</b>

As at September 30, 2016, the grant recognized in the balance sheet is Rs 71. (As at March 31, 2016: 59 and April 1, 2015: Rs Nil)