

The financial details of the transferee company for the previous 3 years as per the audited statement of Accounts:

Name of the Company -NIIT Technologies Ltd (Amalgamated Company)

(Rs. in Crores)

	Unaudited Financial for the period April- 16-Dec-16	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	April-16 to Dec-16	2015-16	2014-15	2013-14
Equity Paid up Capital	61	61	61	61
Reserves and surplus	1175	1086	959	868
Carry forward losses	-	-	-	-
Net Worth	1237	1148	1020	928
Miscellaneous Expenditure	-	-	-	-
Secured Loans	11	9	8	8
Unsecured Loans	-	-	-	-
Fixed Assets	509	523	492	387
Income from Operations	1137	1468	1346	1308
Total Income	1162	1509	1369	1383
Total Expenditure	1073	1285	1201	1112
Profit before Tax	89	224	168	271
Profit after Tax	78	194	148	208
Cash profit	169	251	222	194
EPS Rs.	12.78	31.75	24.25	34.47
Book value	203	188	167	153
Nos of Shares	6.14	6.12	6.10	6.07

Profit before tax is calculated after making adjustments of Exceptional items

Fixed Assets= Net block of Tangible Assets, Intangible Assets and Intangible assets under development.

Total Income includes Incomes from operations and other income

Cash profit is calculated as: Profit after tax+Depreciation and amortisation+Provision for doubtful debts, advances, unbilled revenue, interest payable /receivable +CTC provisions+ contract warranties

Book Value= Net Worth/ No. of Equity Shares.

For NIIT Technologies Limited

Lalit Kumar Sharma

Company Secretary & Legal Counsel



NIIT Technologies Ltd.

H-7, Sector 63, Noida -201301, India, Tel: +91 (120) 4285000/200, Fax: +91 (120) 4285333, www.niit-tech.com  
 Registered Office: 8, Balaji Estate, First Floor, Guru Ravidas Marg, Kalkaji, New Delhi - 110019, Tel: +91 (11) 41675000  
 CIN:L65993DL1992PLC048753

# PIPL Business Advisors and Investment Pvt. Ltd.

Regd. Office : First Floor, Plot No. 8, Balaji Estate, Guru Ravidass Marg, Kalkaji  
New Delhi.- 110019 Tel.: +91 - 11 - 40547920

CIN : U74140DL2016PTC291929 E-Mail : mail@paceindia.com

## ANNEXURE VII - F

The financial details of the amalgamating company – 1 for the previous 3 years as per the audited statement of Accounts:

Name of the Company: **PIPL Business Advisors and Investment Private Limited**

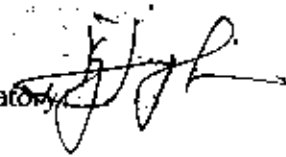
(Amount in Rs.)

	Audited As on 20.03.2017	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
		2015-16	2014-15*	2013-14*
Equity Paid up Capital	5,10,000	10,000	NA	NA
Reserves and surplus	52,734	273,898	NA	NA
Carry forward losses	-	-	NA	NA
Net Worth	5,62,734	263,898	NA	NA
Miscellaneous Expenditure	-	-	NA	NA
Secured Loans	-	-	NA	NA
Unsecured Loans	-	-	NA	NA
Fixed Assets	-	-	NA	NA
Income from Operations	2,49,613	12,000	NA	NA
Total Income	2,22,29,708	12,000	NA	NA
Total Expenditure	670,333	285,898	NA	NA
Profit before Tax	21,559,375	(273,898)	NA	NA
Profit after Tax	21,559,375	(273,898)	NA	NA
Cash profit	21,559,375	(273,898)	NA	NA
EPS	8704.84	(273.90)	NA	NA
Book value per share	11.03	(263.90)	NA	NA

\* As the Company was incorporated on March 01, 2016, the audited financials for last two years are not available.

**For PIPL Business Advisors and Investment Private Limited**

Authorized Signatory

A handwritten signature in black ink, appearing to be 'JHR', is written over the 'Authorized Signatory' text.

# GSPL Advisory Services and Investment Pvt. Ltd.

Regd. Office : First Floor, Plot No. 8, Balaji Estate, Guru Ravidass Marg, Kalkaji  
New Delhi - 110019 Tel.: +91 - 11 - 40547920

CIN : U74120DL2016PTC291995 E-Mail : mail@paceindia.com

## ANNEXURE -

The financial details of the amalgamating company - 2 for the previous 3 years as per the audited statement of Accounts:

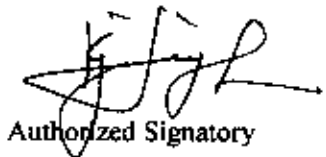
Name of the Company: GSPL Advisory Services and Investment Private Limited

(Amount in Rs.)

	Audited As on 20.03.2017	As per last Audited Financial Year as at 31.03.2016	1 year prior to the l ast Audited Financial Year	2 years prior to the last Audited Financial Year
		2015-16	2014-15*	2013-14*
Equity Paid up Capital	5,10,000	10,000	NA	NA
Reserves and surplus	51,696	(273,898)	NA	NA
Carry forward losses	-	-	NA	NA
Net Worth	5,61,696	(263,898)	NA	NA
Miscellaneous Expenditure	-	-	NA	NA
Secured Loans	-	-	NA	NA
Unsecured Loans	-	-	NA	NA
Fixed Assets	-	-	NA	NA
Income from Operations	2,51,113	12,000	NA	NA
Total Income	22,231,208	12,000	NA	NA
Total Expenditure	6,74,076	285,898	NA	NA
Profit before Tax	21,557,133	(273,898)	NA	NA
Profit after Tax	21,557,133	(273,898)	NA	NA
Cash profit	21,557,133	(273,898)	NA	NA
EPS	8703.93	(273.90)	NA	NA
Book value per share	11.01	(263.90)	NA	NA

\* As the Company was incorporated on March 02, 2016, the audited financials for last two years are not available.

**For GSPL Advisory Services and Investment Private Limited**

A handwritten signature in black ink, appearing to be 'K. J. R.', is written over the text 'Authorized Signatory'.

Authorized Signatory

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## Price Waterhouse

Chartered Accountants

The Board of Directors  
NIIT Technologies Limited  
8, Balaji Estate, First Floor,  
Guru Ravidass Marg  
Kalkaji, New Delhi-110019

1. We have reviewed the unaudited financial results of NIIT Technologies Limited (the "Company") for the quarter ended December 31, 2016 which are included in the accompanying Statement of Standalone Unaudited Results for the Quarter Ended December 31, 2016 together with the notes thereon (the "Statement"). The Statement has been prepared by the Company pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations, 2015") and SEBI Circular dated July 5, 2016, which has been initialled by us for identification purposes. The Statement is the responsibility of the Company's management and has been approved by the Board of Directors. Further, the Management is also responsible to ensure that the accounting policies used in preparation of this Statement are consistent with those used in the preparation of the Company's opening unaudited Balance Sheet as at April 01, 2015 prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement.
3. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with Ind AS and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations, 2015 and SEBI circular dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note 2 to the Statement which states that the Company has adopted Ind AS for the financial year commencing from April 1, 2016, and accordingly, the Statement has been prepared by the Company's Management in compliance with Ind AS.

Our conclusion is not qualified in respect of these matters.

For Price Waterhouse  
Firm Registration Number: 301112E  
Chartered Accountants

Anupam Dhawan  
Partner  
Membership Number: 084451

Gurgaon  
January 17, 2017

Price Waterhouse, Building No. 8, 7th & 8th Floor, Tower B, DLF Cyber City, Gurgaon - 122 002, Haryana  
T: +91 (124) 4620 000, +91 (124) 3060 000, F: +91 (124) 4620 620

Head office: Plot No. Y 14, Block EP, Sector V, Salt Lake Electronic Complex, Bidhan Nagar, Kolkata - 700 091



	3 Months Ended December 31, 2016 (Unaudited)	3 Months Ended September 30, 2016 (Unaudited)	3 Months Ended December 31, 2015 (Unaudited)	Year to date Ended December 31, 2016 (Unaudited)	Year to date Ended December 31, 2015 (Unaudited)
PART I					
1. Income from Operations	38,290	39,944	38,290	113,665	111,706
(a) Operating Income	-	-	-	-	-
(b) Other Operating Income	38,290	39,944	38,290	113,665	111,706
Total Income from Operations	38,290	39,944	38,290	113,665	111,706
PART II					
2. Expenses	143	52	57	369	1,810
a) Purchase of stock in equity	-	-	-	-	815
b) Changes in inventory of stock-in-trade	34,005	24,005	22,219	71,273	43,360
c) Employee benefit expense	2,104	2,291	2,119	6,827	9,923
d) Depreciation and amortization expense	8,710	8,643	3,400	25,176	24,495
e) Other expenses (Refer Note 10)	34,134	39,095	21,516	103,644	96,332
Total Expenses	3,575	4,009	3,716	14,333	15,494
3. Profit from Operations before Other Income, Finance cost	3,715	4,009	3,715	12,497	15,797
4. Exceptional Items (1+3)	-	-	-	-	-
(a) Other Income	361	361	291	1,459	19,481
(b) Other Expenses	3,630	3,630	4,239	12,469	19,481
5. Profit from ordinary activities before finance cost and exceptional items (1+4)	62	38	91	131	321
6. Finance Cost	3,574	3,583	3,530	12,496	18,039
7. Profit from ordinary activities after finance cost but before exceptional items (1+5)	-	-	-	-	-
8. Exceptional items	-	-	63	3,613	63
9. Profit from Ordinary Activities before Tax (7+8)	3,575	3,583	4,263	16,110	18,993
PART III					
10. Tax Expense	-	-	-	-	-
- Current tax	(10)6	(89)	(44)	(2,904)	2,389
- MAT (Credit)	(1)29	(279)	(689)	(2,984)	-2,984
- Deferred Tax (credit)	(1)85	(18)	(129)	(2,071)	2,071
11. Net Profit from Ordinary Activities after tax (9+10)	3,883	2,466	4,730	13,136	16,133
PART IV					
12. Extraordinary Items	-	-	-	-	-
13. Net Profit for the period (11+12)	3,883	2,466	4,730	13,136	16,133
14. Profit up Equity Share Capital (Open Value of Rs. 10 each, fully paid)	6,136	6,136	6,136	24,544	24,544
15. Earnings Per Share (Before extraordinary and exceptional items) of Rs. 10/- each (not annualized)	4.61	4.61	4.61	15.93	15.93
a) Basic	4.61	4.61	4.61	15.93	15.93
b) Diluted	4.61	4.61	4.61	15.93	15.93
16. Dividends Per Share (after extraordinary and exceptional items) of Rs. 10/- each (not annualized)	4.61	4.61	4.61	15.93	15.93
a) Basic	4.61	4.61	4.61	15.93	15.93
b) Diluted	4.61	4.61	4.61	15.93	15.93



**Notes:**

1. This statement has been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on January 16, 2017 and January 17, 2017 respectively.
2. This statement has been prepared in accordance with the Companies (Provision Accounting Standards) Rules, 2015 (and AS) prescribed under Section 133 of the Companies Act, 2013 and where appropriate accounting practices and policies to the extent applicable. Beginning April 1, 2016, the Company has for the first time adopted Ind AS with a transition date of April 1, 2015.
3. The format for un-audited quarterly results as prescribed in SEBI's Circular CB/CX/CD/15/2015 dated November 25, 2015 has been modified to comply with requirements of SEBI's circular dated July 5, 2016 and Schedule III (Modification) to the Companies Act, 2013 applicable to companies that are required to comply with Ind AS.
4. Pursuant to the SEBI circular CB/CX/CD/15/2015 dated November 25, 2015 and year to date ended December 31, 2015 as published on January 13, 2016 have been revised to Ind AS to the extent applicable to the Company and have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015.
5. Reconciliation of non profit reported in accordance with Indian GAAP to Ind AS and comparative income to accordance with Ind AS for the quarter ended December 31, 2015 is given below:

Particulars	3 Months ended December 31, 2015 (Unaudited)	9 Months ended December 31, 2015 (Unaudited)
Net profit after tax reported for the quarter ended December 31, 2015 (Published on January 13, 2016)	4,907	16,243
Adjust:		
Revenue		
Depreciation and amortisation expense	152	397
Other expenses	35	101
Other income	46	7
	10	31
	204	531
Less:		
Employees benefits expense	262	169
Other expenses	0	398
Finance costs	23	44
Tax expenses	13	39
	298	611
	4,609	16,112
	34	72
	4,643	16,204

Net profit arose to Ind AS for the quarter ended December 31, 2015 (Refer Note 3 and 4)

Other comprehensive income, net of income tax

Total comprehensive income for the period

6. The statement does not include Ind AS compliance statement of results for the previous year ended March 31, 2016 as the same is not mandatory as per SEBI's circular dated July 1, 2015.

7. Basic management information, the Company has single operating segment.

8. During the current quarter, pursuant to Employees Stock Option Plan 2005, 7,000 options were exercised and 1,069,980 such options were outstanding as on December 31, 2016.

9. The Measurement and Remuneration Committee on October 25, 2016 under following grant:

10. Over a period of 3 years with equal number of vested vesting

at the end of each year (from the date of grant)

The Measurement and Remuneration Committee on January 16, 2017 under following grant:

11. Over a period of 3 years with equal number of vested vesting

at the end of each year (from the date of grant)

Over a period of 3 years with equal number of vested vesting

at the end of each year (from the date of grant)

12. Other expenses for the current quarter includes development costs of Rs. 3,672 lakh (Previous Year: Corresponding period Rs. 2,899 Lakh)

13. During the quarter ended December 31, 2016, the Company has completed a "Material Weakness" process with a Governance Committee and signed a Remedial Agreement in respect of a weakness that was earlier not noted in related entities project issues. No effect to this agreement has been given to the results for the quarter ended December 31, 2016, pending completion of rectification.

14. The figures of the previous quarter have been re-presented to conform to current quarter classification.

Place: Mumbai

Date: January 13, 2017

Arvind Thakur  
Chief Executive Officer

