

May 24, 2016

To
BSE Limited
The National Stock Exchange of India Limited

Dear Sir/Madam,

Sub: Outcome of the Board Meeting held on May 24, 2016

Please be informed that the agenda item summarized hereunder was discussed and approved at the Board Meeting held today at Bangalore:

- Approval of the audited standalone and consolidated Financial Results of the Company for the year ended March 31, 2016.

Pursuant to Regulation 33 (3) and Regulation 47 of the SEBI (LODR) Regulations, 2015 the Company has opted to publish the consolidated financial results. The standalone financial results, however, are being made available to the Stock Exchanges and are also being posted on the Company's website.


Please find enclosed:

- The audited standalone and consolidated Financial Results of the Company for the year ended March 31, 2016.
- Form A for the audited standalone and consolidated Financial Results of the Company for the year ended March 31, 2016.
- A copy of the press release intended to be published to the media by the Company.

We request you to take the aforesaid notification on record.

Thanking you

Yours truly,
For Subex Limited


Surjeet Singh
Managing Director & CEO
ENCL: As above.



Auditor's Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
Board of Directors of
Subex Limited

1. We have audited the quarterly financial results of Subex Limited ("the Company") for the quarter ended March 31, 2016 and the financial results for the year ended March 31, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The quarterly financial results are the derived figures between the audited figures in respect of the year ended March 31, 2016 and the published year-to-date figures up to December 31, 2015, being the date of the end of the third quarter of the current financial year, which were subject to limited review. The financial results for the quarter and year ended March 31, 2016 have been prepared on the basis of the financial results for the nine-month period ended December 31, 2015, the audited annual financial statements as at and for the year ended March 31, 2016, and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our review of the financial results for the nine-month period ended December 31, 2015 which were prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; our audit of the annual financial statements as at and for the year ended March 31, 2016; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us, these quarterly financial results as well as the year to date results:
 - i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - ii. give a true and fair view of the loss and other financial information for the quarter ended March 31, 2016 and for the year ended March 31, 2016.



S.R. BATLIBOI & ASSOCIATES LLP

Chartered Accountants

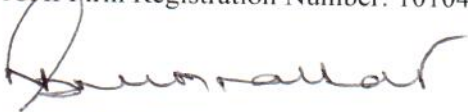
4. We draw attention to note 4 to the financial results regarding trade receivables and trade payables from/to the Company's subsidiaries as at March 31, 2016 and more fully described therein. As explained to us, the management is in the process of filing necessary application with the Reserve Bank of India ['RBI'] for settlement of these balances by setting off aforesaid trade payables against trade receivables. Pending filing of application and requisite approval from the RBI, no adjustments have been made in these financial results.

Our opinion is not qualified in respect of this matter.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per Sunil Bhumralkar

Partner

Membership Number: 035141

Place: Bengaluru

Date: May 24, 2016



SUBEX LIMITED

Registered office: RMZ Ecoworld, Outer Ring Road, Devarabisanahalli, Bangalore - 560 037
Statement of Standalone Audited Results for the quarter and year ended March 31, 2016

PART I	Particulars	Standalone (₹ in Lakhs unless otherwise stated)					
		3 months ended March 31,		Corresponding 3 months ended March 31,		Current year ended March 31,	
		2016	2015	2015	2016	2016	2015
		Audited (refer note 9)	Unaudited	Audited (refer note 9)	Audited	Audited	Audited
1	Income from operations	8,286	7,634	9,526	29,624	30,567	
	Net sales/ income from operations	8,286	7,634	9,526	29,624	30,567	
	Total income from operations (net)	8,286	7,634	9,526	29,624	30,567	
2	Expenses						
(a)	Cost of hardware, software and support charges	23	52	1,132	131	1,530	
(b)	Employee benefits expense and sub-contract charges (refer note 6)	2,099	1,805	1,800	8,041	7,406	
(c)	Marketing and allied service charges (refer note 7)	3,144	2,979	2,474	11,605	11,788	
(d)	Other expenditure	730	1,180	1,536	4,163	5,253	
(e)	Depreciation and amortisation expense	64	67	64	263	259	
(f)	Exchange fluctuation (gain)/loss (net)	(310)	259	1,062	1,009	2,068	
	Total expenses	5,750	6,342	8,068	25,212	28,304	
3	Profit from operations before other income, finance costs and exceptional items (1-2)	2,536	1,292	1,458	4,412	2,263	
4	Other income	51	50	67	234	223	
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	2,587	1,342	1,525	4,646	2,486	
6	Finance costs						
(a)	Interest on FCCBs (net)	293	484	839	2,276	3,352	
(b)	Other finance costs	365	357	415	1,318	1,819	
	Total finance costs	658	841	1,254	3,594	5,171	
7	Profit/(loss) from ordinary activities before exceptional items and tax (5-6)	1,929	501	271	1,052	(2,685)	
8	Exceptional items (net) (refer note 3)	(22,755)	5,620	-	(13,713)	-	
9	(Loss)/ profit from ordinary activities before tax (7+8)	(20,826)	6,121	271	(12,661)	(2,685)	
10	Tax expense (net)	17	169	50	534	155	
11	Net (loss)/ profit for the period/year (9-10)	(20,843)	5,952	221	(13,195)	(2,840)	
12	Paid up share capital (face value of ₹ 10 (March 31, 2015): ₹ 10)	50,281	42,175	18,292	50,281	18,292	
13	Reserves excluding revaluation reserves as per balance sheet of previous accounting year	-	-	-	13,204	10,600	
14	Earnings/(Loss) per share (of ₹ 10/- each) (not annualised in case of the interim periods)	-	-	-	-	-	
(a)	- Basic	(4.90)	1.82	0.13	(4.54)	(1.65)	
(b)	- Diluted	(4.90)	1.31	0.13	(4.54)	(1.65)	

Statement of standalone assets and liabilities

Particulars	(₹ in Lakhs)	
	As at March 31, 2016 Audited	As at March 31, 2015 Audited
A		
Equity and liabilities		
1 Shareholders' funds		
(a) Share capital	50,281	18,292
(b) Reserves and surplus	13,204	10,600
Sub-total - Shareholders' funds (a+b)	63,485	28,892
2 Non-current liabilities		
(a) Long-term borrowings	3,015	52,456
(b) Other long-term liabilities	610	8,288
(c) Long-term provisions	258	320
Sub-total - Non-current liabilities (a+b+c)	3,883	61,064
3 Current liabilities		
(a) Short-term borrowings		
(b) Trade payables - other than acceptances	10,396	12,507
(c) Other current liabilities	45,171	45,696
(d) Short-term provisions	3,925	2,273
Sub-total - Current liabilities (a+b+c+d)	757	325
TOTAL - EQUITY AND LIABILITIES (1+2+3)	60,249	60,801
B		
Assets		
1 Non-current assets		
(a) Fixed assets		
(b) Non-current investments	403	550
(c) Long-term loans and advances	71,771	77,234
(d) Other non-current assets	2,885	4,746
Sub-total - Non-current assets (a+b+c+d)	75,118	13,063
2 Current assets		
(a) Trade receivables	49,701	52,225
(b) Cash and cash equivalents	196	131
(c) Short-term loans and advances	957	635
(d) Other current assets	1,645	2,173
Sub-total - Current assets (a+b+c+d)	52,499	55,164
TOTAL - ASSETS (1+2)	127,617	150,757

1

The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on May 24, 2016.

(a) Pursuant to the approval of the holders of "US\$ 180 Million 2% convertible unsecured bonds", [of which US\$ 54.8 Million was outstanding ("FCCBs I")], at their respective meetings held on July 05, 2012 and exchange offers received under the exchange offer memorandum dated June 13, 2012, holders of US\$ 38 Million out of FCCBs I and US\$ 53.4 Million out of FCCBs II offered their bonds for exchange. Consequently, secured bonds with a face value of US\$ 127.721 Million ("FCCBs III") were issued with maturity date of July 07, 2017, having an interest rate of 5.70% p.a. payable semi-annually, an exchange rate for conversion of ₹ 56.0545/US\$ and an equity conversion price of ₹ 22.79 per equity share. In accordance with the terms of FCCBs III, principal amount of US\$ 36.321 Million was mandatorily converted into equity shares at the aforesaid conversion price on July 07, 2012. Further, pursuant to the approval of the Reserve Bank of India dated April 27, 2012 and requisite approvals of the bond holders, the maturity period of the un-exchanged portion of FCCBs I of US\$ 1 Million and FCCBs II of US\$ 1.4 Million stands extended to March 09, 2017, with its other terms and conditions remaining unchanged.

(b) The Board in its meeting held on May 14, 2015 has approved the reset of conversion price of the FCCBs III, which are convertible into equity shares of the Company, from ₹ 22.79 to ₹ 13.00 per equity share. Subsequently, the reset of the conversion price has been approved by the shareholders in the annual general meeting held on June 19, 2015 and the bondholders in their meeting held on August 5, 2015. The Board in its meeting held on August 26, 2015 has approved August 26, 2015 as the effective date of reset of conversion price of ₹ 13 per share.

As a result of the aforesaid reset of conversion price, the said bonds with outstanding face value of US\$ 4.55 Million as at March 31, 2016 would potentially be converted into 19,619,075 equity shares at an exchange rate of ₹ 56.0545/US\$ with a conversion price of ₹ 13 per equity share. Subsequent to balance sheet date, conversion requests from the bondholders of FCCBs III amounting to US\$ 0.45 Million have been received by the Company, which have been approved by the Board of Directors in the Board meeting dated April 28, 2016, and allotted 1,940,348 equity shares at an exchange rate of ₹ 56.0545/US\$ with a conversion price of ₹ 13 per equity share.

(c) (i) Of the outstanding FCCBs III of US\$ 91.40 Million as of July 2012, US\$ 86.85 Million have been converted till the quarter and year ended March 31, 2016 as detailed below.

Financial year/ period	FCCBs converted US\$ Million	Conversion rate per US\$	Conversion price	No. of equity shares
2012-13	3.25	₹ 56.0545	₹ 22.79	7,993,931
2014-15	6.62	₹ 56.0545	₹ 22.79	16,282,613
2015-16	76.98	₹ 56.0545	₹ 22.79/ ₹ 13.00	319,889,071
<i>Quarter wise details for the financial year 2015-16:</i>				
Quarter ended June 30, 2015	6.50	₹ 56.0545	₹ 22.79	15,987,461
Quarter ended September 30, 2015	15.10	₹ 56.0545	₹ 13.00	65,109,454
Quarter ended December 31, 2015	36.58	₹ 56.0545	₹ 13.00	157,728,731
Quarter ended March 31, 2016	18.80	₹ 56.0545	₹ 13.00	81,063,425

(c)(ii) The face value of FCCBs outstanding as on March 31, 2016 is as follows:

Particulars	US\$ Million	₹ in Lakhs
FCCBs I	1.00	663
FCCBs II	1.40	928
FCCBs III	4.55	3,015
Total	6.95	4,606

(d) The FCCB bond holders in their respective meetings have approved the deferral of aggregate interest of US\$ 0.92 Million (₹ 610.48 Lakhs) in respect of outstanding FCCBs III of USD 4.55 Million for the period July 6, 2012 to January 5, 2016 till redemption date of the bonds, being July 07, 2017. Accordingly, interest on FCCBs III included under finance costs in the above results to the extent of above deferrals is due for payment on July 07, 2017.

2

Exceptional items:	Particulars	(₹ in Lakhs)					
		3 months ended March 31,		Preceding 3 months ended December 31,		Corresponding 3 months ended March 31,	
		2016	2015	2015	2016	2015	2016
		Audited (refer note 9)	Unaudited	Audited (refer note 9)	Audited	Audited	
	i. FCCBs						
	Reversal of interest accrued but not due pertaining to converted FCCBs (refer note 3(i)(a))	2,774	4,744	-	10,416	-	
	Foreign exchange gain on FCCBs conversion (net) (refer note 3(i)(b))	759	876	-	2,159	-	
		3,533	5,620	-	12,575	-	
	ii. Inter company balances (refer note 3(ii))						
	Provision for doubtful advances	(1,960)	-	-	(1,960)	-	
	Provision for doubtful debts	(8,362)	-	-	(8,362)	-	
	Bad debts written off	(10,476)	-	-	(10,476)	-	
		(20,798)	-	-	(20,798)	-	
	(iii) Provision for diminution in value of investment in subsidiary company (refer note 3(iii))						
		(5,490)	-	-	(5,490)	-	
		(5,490)	-	-	(5,490)	-	
	Total	(22,755)	5,620	-	(13,713)	-	
3	<p>(i)(a) Interest accrued but not due pertaining to FCCBs III converted during the current year has been written back as the same is considered no longer payable due to the conversion of FCCBs III into equity shares of the Company.</p> <p>(i)(b) FCCBs III have been converted into equity shares at an exchange rate of ₹ 56.0545/US\$ as per the FCCBs III trust deed, as against the closing rate on the date of conversion (in the range of ₹ 60 - ₹ 66) resulting in foreign exchange gain on conversion. Further, the Foreign Currency Monetary Item Translation Difference Account (FCMITD) balance pertaining to FCCBs III converted into equity shares, has been charged off in the statement of profit and loss for the quarter and year ended March 31, 2016 on the date of conversion.</p> <p>(ii) As at March 31, 2016, the Company has assessed the recoverability of its receivables and advances from its overseas subsidiaries. Based on future operational plan, projected cash flows and the current financial position of these subsidiaries, the Company has made a provision of ₹ 8,362 Lakhs and ₹ 1,960 Lakhs towards trade receivables and loans and advances due from these subsidiaries. Further, the Company has also written off ₹ 10,476 Lakhs as bad debts towards trade receivables from these subsidiaries.</p> <p>(iii) As at March 31, 2016, the Company has assessed the carrying value of its investment in its wholly owned subsidiary viz., Subex Americas Inc., of ₹ 12,496 Lakhs. Based on future operational plan, projected cash flows and valuation carried out by an external valuer, the Company has made a provision of ₹ 5,490 Lakhs towards diminution, other than temporary, in the carrying value of its investment in the said subsidiary.</p> <p>As at March 31, 2016, the Company has trade receivables of ₹ 41,273 Lakhs (net of provision for doubtful debts of ₹ 11,287 Lakhs) from its subsidiaries and trade payables of ₹ 44,128 Lakhs to its subsidiaries. The management is in the process of filing necessary application with the Reserve Bank of India (RBI) for settlement of these balances by setting off aforesaid trade payables against trade receivables. Pending filing of application with RBI and requisite approval from RBI, no adjustments have been made in these financial results. This is an 'Emphasis of Matter' in the Auditor's report on quarterly and year to date financial results of the Company.</p> <p>As at March 31, 2016, the Company has an investment of ₹ 64,739 Lakhs in its wholly owned subsidiary viz., Subex (UK) Limited. Considering the future operational plan, projected cash flows and the valuation carried out by an external valuer, the management is of the view that, the carrying value of its aforesaid investment in Subex (UK) Limited as at March 31, 2016 is appropriate.</p>						
4							
5							

6	Employee benefits expense and sub-contract charges for the quarters ended March 31, 2016, December 31, 2015 and March 31, 2015 are net of reversal of provision no longer required, in respect of employee incentives, amounting to ₹ 30 Lakhs, ₹ 273 Lakhs, and ₹ Nil, respectively and that for the year ended March 31, 2016 and March 31, 2015 amounting to ₹ 381 Lakhs and ₹ 135 Lakhs, respectively.
7	Marketing and allied service charges for the quarter ended March 31, 2016, December 31, 2015 and March 31, 2015 are net of reversal of provision no longer required, in respect of commission on sales, amounting to ₹ 29 Lakhs, ₹ 79 Lakhs and ₹ Nil, respectively and that for the year ended March 31, 2016 and March 31, 2015 amounting to ₹ 108 Lakhs and ₹ Nil, respectively.
8	The Company has only single business segment with respect to software products and related services and hence has not made any additional segment disclosures.
9	The figures of last quarter of current and previous years are the balancing figures between the audited figures in respect of the full financial years and the published unaudited year to date figures for nine months of respective years.
10	The figures for the previous period/ year up to March 31, 2015 were audited/ reviewed by a firm of Chartered Accountants other than S.R. Batliboi & Associates LLP. Previous period/year figures have been regrouped/ reclassified, wherever necessary to confirm to current period's/year's classification.

Bengaluru
Date: May 24, 2016

Surjeet Singh
Managing Director & CEO

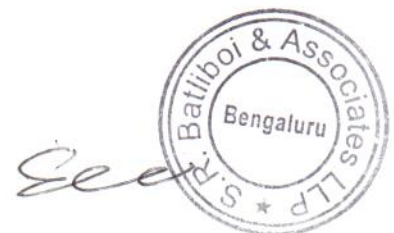
For further details on the results, please visit our website: www.subex.com



Auditor's Report on Quarterly and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
Board of Directors of
Subex Limited

1. We have audited the consolidated financial results of Subex Limited (hereinafter referred to as "the Company") and its subsidiaries (the Company and its subsidiaries together referred to as "the Group") for the quarter and year ended March 31, 2016, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The quarterly consolidated financial results are the derived figures between the consolidated audited figures in respect of the year ended March 31, 2016 and the published year-to-date consolidated figures up to December 31, 2015 being the date of the end of the third quarter of the current financial year, which were subject to limited review. The consolidated financial results for the quarter and year ended March 31, 2016 have been prepared on the basis of the consolidated financial results for the nine-month period ended December 31, 2015, the audited annual consolidated financial statements as at and for the year ended March 31, 2016 and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on our review of the consolidated financial results for the nine-month period ended December 31, 2015 which were prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, specified under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; our audit of the annual financial statements as at and for the year ended March 31, 2016; and the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



S.R. BATLIBOI & ASSOCIATES LLP

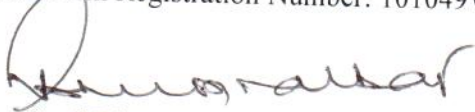
Chartered Accountants

3. In our opinion and to the best of our information and according to the explanations given to us, these quarterly and year to date consolidated financial results:
- i. include the quarterly and year-to-date consolidated financial results of the Company and its following subsidiaries:
 - Subex Americas Inc.
 - Subex (UK) Limited
 - Subex Technologies Limited
 - Subex (Asia Pacific) Pte Ltd
 - Subex Inc.
 - Subex Technologies Inc.
 - Subex Azure Holding Inc.
 - Subex Middle East (FZE)
 - ii. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
 - iii. give a true and fair view of the net loss for the quarter and net profit for the year ended March 31, 2016 and other financial information for the quarter and year then ended.

For S.R. Batliboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number: 101049W/E300004



per Sunil Bhumralkar

Partner

Membership Number: 035141



Place: Bengaluru

Date: May 24, 2016

SUBEX LIMITED

Registered office: RMZ Ecoworld, Outer Ring Road, Devarabisanahalli, Bangalore - 560 037
Statement of Consolidated Audited Results for the quarter and year ended March 31, 2016

PART I		Consolidated (₹ in Lakhs unless otherwise stated)					
		3 months ended March 31, 2016 Audited (refer note 11)	Preceding 3 months ended December 31, 2015 Unaudited	Corresponding 3 months ended March 31, 2015 Audited (refer note 11)	Current year ended March 31, 2016 Audited	Previous year ended March 31, 2015 Audited	
1	Income from operations Net sales/ income from operations	8,947	8,083	11,216	32,335	35,983	
	Total income from operations (net)	8,947	8,083	11,216	32,335	35,983	
2	Expenses						
(a)	Cost of hardware, software and support charges (refer note 6)	(138)	84	1,155	42	1,664	
(b)	Employee benefits expense and sub-contract charges (refer note 7)	4,677	4,127	3,439	17,625	16,376	
(c)	Other expenditure (refer note 8)	1,659	2,115	2,652	7,421	8,685	
(d)	Depreciation and amortisation expense	110	93	93	427	402	
(e)	Exchange fluctuation (gain)/loss (net)	(630)	(15)	812	827	1,250	
	Total expenses	5,678	6,421	8,151	26,342	28,377	
3	Profit from operations before other income, finance costs and exceptional items (1-2)	3,269	1,662	3,065	5,993	7,606	
4	Other income	63	14	60	121	97	
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	3,332	1,676	3,125	6,114	7,703	
6	Finance costs						
(a)	Interest on FCCBs (net)	293	484	839	2,276	3,352	
(b)	Interest on term loan	254	245	219	974	850	
(c)	Other finance costs	383	375	435	1,394	1,902	
	Total finance costs	930	1,104	1,493	4,644	6,104	
7	Profit from ordinary activities before exceptional items and tax (5-6)	2,402	572	1,632	1,470	1,599	
8	Exceptional items (net) (refer note 4)	(3,367)	5,620	-	5,675	-	
9	(Loss)/ profit from ordinary activities before tax (7+8)	(965)	6,192	1,632	7,145	1,599	
10	Tax expense (net)	186	254	187	1,273	578	
11	Net (loss)/ profit for the period/year (9-10)	(1,151)	5,938	1,445	5,872	1,021	
12	Paid up equity share capital (face value of ₹ 10 (March 31, 2015: ₹ 10)	50,281	42,175	18,292	50,281	18,292	
13	Reserves excluding revaluation reserves as per balance sheet of previous accounting year	-	-	-	22,419	2,612	
14	Earnings/(Loss) per share (of ₹ 10/- each) (not annualised in case of the interim periods):						
(a)	- Basic	(0.27)	1.82	0.84	2.02	0.59	
(b)	- Diluted	(0.27)	1.31	0.84	2.02	0.59	

Statement of consolidated assets and liabilities

Particulars	(₹ in Lakhs)	
	As at March 31, 2016 Audited	As at March 31, 2015 Audited
A		
Equity and liabilities		
1 Shareholders' funds		
(a) Share capital	50,281	18,292
(b) Reserves and surplus	22,419	2,612
Sub-total - Shareholders' funds (a+b)	72,700	20,904
2 Non-current liabilities		
(a) Long-term borrowings	4,340	57,769
(b) Other long-term liabilities	610	9,320
(c) Long-term provisions	295	320
Sub-total - Non-current liabilities (a+b+c)	5,245	67,409
3 Current liabilities		
(a) Short-term borrowings	10,396	12,507
(b) Trade payables - other than acceptances	1,677	3,414
(c) Other current liabilities	12,851	7,059
(d) Short-term provisions	1,431	827
Sub-total - Current liabilities (a+b+c+d)	26,355	23,807
TOTAL - EQUITY AND LIABILITIES (1+2+3)	104,300	112,120
B		
Assets		
1 Non-current assets		
(a) Fixed assets	730	818
(b) Goodwill on consolidation (refer note 5)	76,772	85,642
(c) Long-term loans and advances	2,941	2,983
(d) Other non-current assets	239	752
Sub-total - Non-current assets (a+b+c+d)	80,682	90,195
2 Current assets		
(a) Trade receivables	11,148	10,860
(b) Cash and cash equivalents	8,600	4,918
(c) Short-term loans and advances	1,169	869
(d) Other current assets	2,701	5,278
Sub-total - Current assets (a+b+c+d)	23,618	21,925
TOTAL - ASSETS (1+2)	104,300	112,120

Particulars	3 months ended March 31, 2016		Preceding 3 months ended December 31, 2015		Corresponding 3 months ended March 31, 2015		Current year ended March 31, 2016		Previous year ended March 31, 2015																																																													
	Audited (refer note 11)		Unaudited		Audited (refer note 11)		Audited		Audited																																																													
Net sales/ income from operations	8,286		7,634		9,326		29,624		30,567																																																													
Profit/(Loss) from ordinary activities before tax	(20,826)		6,121		271		(12,661)		(2,685)																																																													
Profit/(Loss) from ordinary activities after tax	(20,843)		5,952		221		(13,195)		(2,840)																																																													
<p>3 (a) Pursuant to the approval of the holders of "US\$ 180 Million 2% convertible unsecured bonds", [of which US\$ 54.8 Million was outstanding ("FCCBs I") and "US\$ 98.7 Million 5% convertible unsecured bonds", [of which US\$ 38 Million was outstanding ("FCCBs II")], at their respective meetings held on July 05, 2012 and exchange offers received under the exchange offer memorandum dated June 13, 2012, holders of US\$ 38 Million out of FCCBs I and US\$ 53.4 Million out of FCCBs II offered their bonds for exchange. Consequently, secured bonds with a face value of US\$ 127.721 Million ("FCCBs III") were issued with maturity date of July 07, 2017, having an interest rate of 5.70% p.a. payable semi-annually, an exchange rate for conversion of ₹ 56.0545/US\$ and an equity conversion price of ₹ 22.79 per equity share. In accordance with the terms of FCCBs III, principal amount of US\$ 36.321 Million was mandatorily converted into equity shares at the aforesaid conversion price on July 07, 2012. Further, pursuant to the approval of the Reserve Bank of India dated April 27, 2012 and requisite approvals of the bond holders, the maturity period of the un-exchanged portion of FCCBs I of US\$ 1 Million and FCCBs II of US\$ 1.4 Million stands extended to March 09, 2017, with its other terms and conditions remaining unchanged.</p> <p>(b) The Board in its meeting held on May 14, 2015 has approved the reset of conversion price of the FCCBs III, which are convertible into equity shares of the Company, from ₹ 22.79 to ₹ 13.00 per equity share. Subsequently, the reset of the conversion price has been approved by the shareholders in the annual general meeting held on June 19, 2015 and the bondholders in their meeting held on August 5, 2015. The Board in its meeting held on August 26, 2015 has approved August 26, 2015 as the effective date of reset of conversion price of ₹ 13 per share.</p> <p>As a result of the aforesaid reset of conversion price, the said bonds with outstanding face value of US\$ 4.55 Million as at March 31, 2016 would potentially be converted into 19,619,075 equity shares at an exchange rate of ₹ 56.0545/US\$ with a conversion price of ₹ 13 per equity share. Subsequent to balance sheet date, conversion requests from the bondholders of FCCBs III amounting to US\$ 0.45 Million have been received by the Company, which have been approved by the Board of Directors in the Board meeting dated April 28, 2016, and allotted 1,940,348 equity shares at an exchange rate of ₹ 56.0545/US\$ with a conversion price of ₹ 13 per equity share.</p>																																																																						
<p>(c) (i) Of the outstanding FCCBs III of US\$ 91.40 Million as of July 2012, US\$ 86.85 Million have been converted till the quarter and year ended March 31, 2016 as detailed below:</p> <table border="1"> <thead> <tr> <th>Financial year/ period</th> <th>FCCBs converted US\$ Million</th> <th>Conversion rate per US\$</th> <th>Conversion price</th> <th>No. of equity shares</th> </tr> </thead> <tbody> <tr> <td>2012-13</td> <td>3.25</td> <td>₹ 56.0545</td> <td>₹ 22.79</td> <td>7,993,931</td> </tr> <tr> <td>2014-15</td> <td>6.62</td> <td>₹ 56.0545</td> <td>₹ 22.79</td> <td>16,282,613</td> </tr> <tr> <td>2015-16</td> <td>76.98</td> <td>₹ 56.0545</td> <td>₹ 22.79/ ₹ 13.00</td> <td>319,889,071</td> </tr> <tr> <td colspan="5"><i>Quarter wise details for the financial year 2015-16:</i></td> </tr> <tr> <td>Quarter ended June 30, 2015</td> <td>6.50</td> <td>₹ 56.0545</td> <td>₹ 22.79</td> <td>15,987,461</td> </tr> <tr> <td>Quarter ended September 30, 2015</td> <td>15.10</td> <td>₹ 56.0545</td> <td>₹ 13.00</td> <td>65,109,454</td> </tr> <tr> <td>Quarter ended December 31, 2015</td> <td>36.58</td> <td>₹ 56.0545</td> <td>₹ 13.00</td> <td>157,728,731</td> </tr> <tr> <td>Quarter ended March 31, 2016</td> <td>18.80</td> <td>₹ 56.0545</td> <td>₹ 13.00</td> <td>81,063,425</td> </tr> </tbody> </table> <p>(c)(ii) The face value of FCCBs outstanding as on March 31, 2016 is as follows:</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>US\$ Million</th> <th>₹ in Lakhs</th> </tr> </thead> <tbody> <tr> <td>FCCBs I</td> <td>1.00</td> <td>663</td> </tr> <tr> <td>FCCBs II</td> <td>1.40</td> <td>928</td> </tr> <tr> <td>FCCBs III</td> <td>4.55</td> <td>3,015</td> </tr> <tr> <td>Total</td> <td>6.95</td> <td>4,606</td> </tr> </tbody> </table>											Financial year/ period	FCCBs converted US\$ Million	Conversion rate per US\$	Conversion price	No. of equity shares	2012-13	3.25	₹ 56.0545	₹ 22.79	7,993,931	2014-15	6.62	₹ 56.0545	₹ 22.79	16,282,613	2015-16	76.98	₹ 56.0545	₹ 22.79/ ₹ 13.00	319,889,071	<i>Quarter wise details for the financial year 2015-16:</i>					Quarter ended June 30, 2015	6.50	₹ 56.0545	₹ 22.79	15,987,461	Quarter ended September 30, 2015	15.10	₹ 56.0545	₹ 13.00	65,109,454	Quarter ended December 31, 2015	36.58	₹ 56.0545	₹ 13.00	157,728,731	Quarter ended March 31, 2016	18.80	₹ 56.0545	₹ 13.00	81,063,425	Particulars	US\$ Million	₹ in Lakhs	FCCBs I	1.00	663	FCCBs II	1.40	928	FCCBs III	4.55	3,015	Total	6.95	4,606
Financial year/ period	FCCBs converted US\$ Million	Conversion rate per US\$	Conversion price	No. of equity shares																																																																		
2012-13	3.25	₹ 56.0545	₹ 22.79	7,993,931																																																																		
2014-15	6.62	₹ 56.0545	₹ 22.79	16,282,613																																																																		
2015-16	76.98	₹ 56.0545	₹ 22.79/ ₹ 13.00	319,889,071																																																																		
<i>Quarter wise details for the financial year 2015-16:</i>																																																																						
Quarter ended June 30, 2015	6.50	₹ 56.0545	₹ 22.79	15,987,461																																																																		
Quarter ended September 30, 2015	15.10	₹ 56.0545	₹ 13.00	65,109,454																																																																		
Quarter ended December 31, 2015	36.58	₹ 56.0545	₹ 13.00	157,728,731																																																																		
Quarter ended March 31, 2016	18.80	₹ 56.0545	₹ 13.00	81,063,425																																																																		
Particulars	US\$ Million	₹ in Lakhs																																																																				
FCCBs I	1.00	663																																																																				
FCCBs II	1.40	928																																																																				
FCCBs III	4.55	3,015																																																																				
Total	6.95	4,606																																																																				
<p>(d) The FCCB bond holders in their respective meetings have approved the deferral of aggregate interest of US\$ 0.92 Million (₹ 610.48 Lakhs) in respect of outstanding FCCBs III of USD 4.55 Million for the period July 6, 2012 to January 5, 2016 till redemption date of the bonds, being July 07, 2017. Accordingly, interest on FCCBs III included under finance costs in the above results to the extent of above deferrals is due for payment on July 07, 2017.</p>																																																																						

Notes :

1 The above results have been reviewed by the Audit Committee and approved by the Board of Directors in their meeting held on May 24, 2016.

2 The Financial Results of Subex Limited (Standalone Information):

Particulars	3 months ended March 31, 2016		Preceding 3 months ended December 31, 2015		Corresponding 3 months ended March 31, 2015		Current year ended March 31, 2016		Previous year ended March 31, 2015	
	Audited (refer note 11)		Unaudited		Audited (refer note 11)		Audited		Audited	
i. FCCBs										
Reversal of interest accrued but not due pertaining to converted FCCBs (refer note 4[i][a])	2,774		4,744		-		10,416		-	
Foreign exchange gain on FCCBs conversion (net) (refer note 4[i][b])	759		876		-		2,159		-	
Others	3,533		5,620		-		12,575		-	
ii. Reversal of interest accrued but not due pertaining to Term Loans (refer note 4[ii])	1,970		-		-		1,970		-	
iii. Loss on Impairment of goodwill (refer note 4[iii])	(8,870)		-		-		(8,870)		-	
Total	(3,367)		5,620				5,675			
<p>(i)(a) Interest accrued but not due pertaining to FCCBs III converted during the current year has been written back as the same is considered no longer payable due to the conversion of FCCBs III into equity shares of the Company.</p> <p>(i)(b) FCCBs III have been converted into equity shares at an exchange rate of ₹ 56.0545/US\$ as per the FCCBs trust deed, as against the closing rate on the date of conversion (in the range of ₹ 60 - ₹ 66) resulting in foreign exchange gain on conversion. Further, the Foreign Currency Monetary Item Translation Difference Account ('FCMITD') balance pertaining to FCCBs III converted into equity shares, has been charged off in the statement of profit and loss for the quarter and year ended March 31, 2016 on the date of conversion.</p> <p>(ii) During the quarter ended March 31, 2016, certain lenders of term loans have waived interest liability outstanding till March 26, 2016 and interest liability accruing thereafter upto August 22, 2016, pursuant to the interest waiver agreement dated March 26, 2016 subject to the fulfilment of certain conditions. Consequent to fulfilment of such conditions, the accrued interest of US\$ 2.9 Million (₹ 1,970 Lakhs) on outstanding term loan balance of US\$ 12 Million (₹ 7,951 Lakhs) as at March 31, 2016 has been written back, as the same is no longer payable. Further, pursuant to the aforesaid agreement, the interest rate has been revised from the existing interest rate of 10.5% per annum to 5% per annum, effective August 22, 2016.</p> <p>(iii) As at March 31, 2016, the Company has assessed the carrying value of goodwill relating to its investment in the subsidiary viz. Subex Americas Inc., amounting to ₹ 18,606 Lakhs Based on future operational plan, projected cash flows and valuation carried out by an external valuer, the Company has made an impairment provision of ₹ 8,870 Lakhs towards the carrying value of goodwill relating to its investment in the said subsidiary.</p>										
<p>As at March 31, 2016, the Company has assessed the carrying value of goodwill relating to its investment in the subsidiary viz. Subex (UK) Limited, amounting to ₹ 67,036 Lakhs. Based on the future operational plan, projected cash flows and the valuation carried out by an external valuer, the management is of the view that, the aforesaid carrying value of goodwill as at March 31, 2016 relating to its investment in the said subsidiary is appropriate.</p>										
<p>Cost of hardware, software and support charges for the quarter ended March 31, 2016, December 31, 2015 and March 31, 2015 is net of reversal of provision no longer required, amounting to ₹ 213 Lakhs, ₹ Nil and ₹ Nil, respectively and that for the year ended March 31, 2016 and March 31, 2015 amounting to ₹ 386 Lakhs and ₹ Nil, respectively.</p>										
<p>Employee benefits expense and sub-contract charges for the quarters ended March 31, 2016, December 31, 2015 and March 31, 2015 are net of reversal of provision no longer required, in respect of employee incentives, amounting to ₹ 192 Lakhs, ₹ 420 Lakhs, and ₹ 904 Lakhs, respectively and that for the year ended March 31, 2016 and ended March 31, 2015 amounting to ₹ 1,065 Lakhs and ₹ 1,191 Lakhs, respectively.</p>										
<p>Other expenditure for the quarter ended March 31, 2016, December 31, 2015 and March 31, 2015 is net of reversal of provision no longer required, in respect of commission on sales, amounting to ₹ 68 Lakhs, ₹ 146 Lakhs and ₹ Nil, respectively and that for the year ended March 31, 2016 and March 31, 2015 amounting to ₹ 214 Lakhs, and ₹ Nil, respectively.</p>										

9 Pursuant to the approval of the Board of Directors, the Group has discontinued the operations of two of its subsidiaries with effect from April 01, 2013. The details of unaudited/audited results of the discontinued businesses consolidated in the above results are as follows:

Particulars	3 months ended March 31,		Preceding 3 months ended December 31,		Corresponding 3 months ended March 31,		Current year ended March 31,		Previous year ended March 31,	
	2016	2015	2015	2015	2015	2016	2016	2015	2015	2015
	Audited (refer note 11)	Unaudited	Audited (refer note 11)	Audited (refer note 11)	Audited	Audited	Audited	Audited	Audited	Audited
Total income	-	-	-	-	-	-	-	-	-	-
(Loss)/Profit before tax	(2.10)	(0.91)	(393.20)	(393.20)	(5.23)	(5.23)	(5.23)	(5.23)	(474.18)	(474.18)
(Loss)/Profit after tax	(2.12)	(0.93)	(398.54)	(398.54)	(2.33)	(2.33)	(2.33)	(2.33)	(479.80)	(479.80)

10 The Group has only single business segment with respect to software products and related services and hence has not made any additional segment disclosures.

11 The figures of last quarter of current and previous years are the balancing figures between the audited figures in respect of the full financial years and the published unaudited year to date figures for nine months of respective years.

12 The figures for the previous period/ year up to March 31, 2015 were audited/ reviewed by a firm of Chartered Accountants other than S.R. Batliboi & Associates LLP. Previous period/year figures have been regrouped/ reclassified, wherever necessary to conform to current period's/ year's classification.

13 Pursuant to Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company has opted to publish the consolidated financial results. The standalone financial results, however, are being made available to the Stock Exchanges where the securities of the Company are listed and are also being posted on the Company's website www.subex.com.

Bengaluru

Date: May 24, 2016

Surjeet Singh
Managing Director & CEO

For further details on the results, please visit our website: www.subex.com



For Immediate Release

May 24, 2016

Press contact Mansi Chouhan
Director Marketing
+91 80 66594157
mansi.chouhan@subex.com

**Subex announces successful conversion of FCCB Debt
into Equity**

***FY16 Results with Revenue of ₹323.35 cr
EBIDTA ex forex of ₹72.47 cr and PAT of ₹58.72 cr***

BENGALURU, INDIA – Subex Ltd, a leading global provider of Business and Operations Support Systems (B/OSS) for Communications Service Providers, today announced its financial results for the year ended March 31, 2016.

• **FCCB conversion**

- Out of the total outstanding of ₹492 cr, ₹447 cr bonds have been converted to equity, thereby reducing the long term debt to insignificant levels.
- On account of this conversion interest of ₹104 cr which was provided is now reversed, since it is no longer payable. Post the conversion the net worth of the company on consolidated basis is ₹727 cr as against ₹209 cr as at year end March 31, 2015.

Performance Highlights for the year ended March 31, 2016:

• **Revenue**

- Revenue for the year at ₹32,335 lacs
- Major thrust on Managed Services over the last few years growing from under 15% to above 35% to create sustainable platform based services with long term contracts.

• **New Business / Order booking**

- US\$ 51million of new business won in FY16 as against US\$ 45 million in FY15. Contracted revenue stands at all time high of US\$140 million aided by long term Managed Services contracts.
- New initiatives launched for platform based Analytics Services and IOT Security



Press release

- **Profitability**

- EBIDTA ex forex for the year at ₹7,247 lacs
- Profit after Tax (PAT) after exceptional items for the year at ₹5,872 lacs

Surjeet Singh, Managing Director & CEO, Subex Limited said, "I am pleased to report that with relentless efforts over the last couple of years under the sound guidance of the board, Subex has been able to convert majority of its FCCB debt into equity. With this, the long term debt overhang and related interest cost on the balance sheet of the company is substantially removed. This was a complex process and is a significant milestone for future of Subex as this shall provide much needed avenues for investments in the core business and enable long term growth and enhance shareholder value.

During the year we made good progress in achieving higher new business intake. We have also made progress in transitioning the business model to platform based managed services with over 50 percent of incremental business now from this segment. This has resulted in all time high constructed book of business with increased multi-year contracts. Our platform based analytics service RoC Insights, was well received by our key customers as we foray into making Subex a partner of choice for decision support services of our clients, he added."

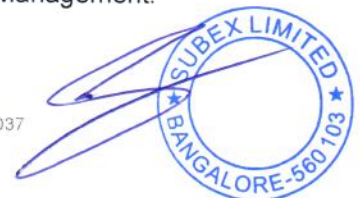
- Ends -

About Subex Limited

Subex Limited is a leading global provider of Business and Operations Support Systems (B/OSS) that empowers communications service providers (CSPs) to achieve competitive advantage through Business and Capex Optimisation - thereby enabling them to improve their operational efficiency to deliver enhanced service experiences to subscribers.

The company pioneered the concept of a Revenue Operations Center (ROC®) – a centralized approach that sustains profitable growth and financial health through coordinated operational control. Subex's product portfolio powers the ROC and its best-in-class solutions such as revenue assurance, fraud management, asset assurance, capacity management, data integrity management, credit risk management, cost management, route optimization and partner settlement. Subex also offers a scalable Managed Services program with 30 + customers.

Subex has been awarded the Global Market Share Leader in Financial Assurance 2012 by Frost & Sullivan and has been the winner of Pipeline Innovation Award 2016 in Security & Assurance and in 2013 in Business Intelligence & Analytics; Capacity Magazine Best Product/Service 2013. Subex has continued to innovate with customers and have been jointly awarded the Global Telecoms Business Innovation Award 2014 along with Telstra Global; in 2012 with Idea Cellular for Managed Services and in 2011 with Swisscom for Fraud Management.





Subex's customers include 39 of top 50 telecom operators* and 7 of the world's 10 largest* telecom companies worldwide. The company has more than 300 installations across 70 countries.

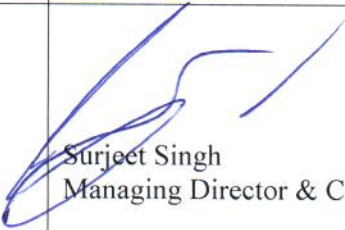

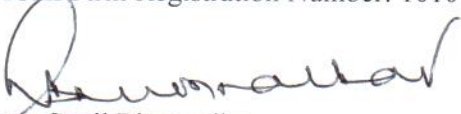
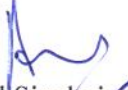
**Telecom Operators 500, 2015*

**The World's Largest Telecom Companies 2015 - Forbes*


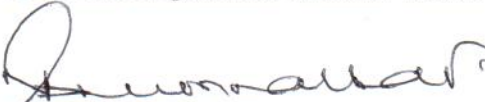

For more information please visit www.subex.com



FORM A (for audit report with unmodified opinion)

1.	Name of the company	Subex Limited
2.	Annual financial statements for the year ended	March 31, 2016 (Standalone financial results)
3.	Type of Audit observation	Emphasis of Matter
4.	Frequency of observation	First time
5.	To be signed by- CEO/Managing Director	 Surjeet Singh Managing Director & CEO
	CFO	 Ganesh K.V CFO, Global Head - Legal and Company Secretary
	Auditor of the company	For S.R. Batliboi & Associates LLP Chartered Accountants ICAI Firm Registration Number: 101049W/E300004  per Sunil Bhumralkar Partner Membership Number: 035141
	Audit Committee Chairman	 Anil Singhvi Audit Committee Chairman

FORM A (for audit report with unmodified opinion)

1.	Name of the company	Subex Limited
2.	Annual financial statements for the year ended	March 31, 2016 (Consolidated financial results)
3.	Type of Audit observation	None
4.	Frequency of observation	Not Applicable
5.	To be signed by-	
	CEO/Managing Director	 Surjeet Singh Managing Director & CEO
	CFO	 Ganesh K.V CFO, Global Head - Legal and Company Secretary
	Auditor of the company	For S.R. Batliboi & Associates LLP Chartered Accountants ICAI Firm Registration Number: 101049W/E300004  per Sunil Bhumralkar Partner Membership Number: 035141
	Audit Committee Chairman	 Anil Singhvi Audit Committee Chairman