Zensar Technologies Limited
Registered Office: Zensar Knowledge Park, Kharadi, Plot # 4, MIDC, Off Nagar Road, Pune - 411014, India
Statement of Consolidated Audited Results for the Year ended 31st March, 2016.

| 18 | | | | | | |
|----|--|-------------------------------------|---------------------|---------------|-------------------------|---------------------|
| | | Quarter ended | | | Year ended | |
| | Particulars | 31-Mar-2016 31-Dec-2015 31-Mar-2015 | | 31-Mar-2015 | 31-Mar-2016 31-Mar-2015 | |
| | | Refer Note 3 | Unaudited | Unaudited | Audited | Audited |
| 1 | Income from Operations | | | | | |
| | (a) Net Sales/Income from Operations | 74638 | 75681 | 65757 | 296426 | 26276 |
| | (b) Other Operating Income Total income from operations | 501 75139 | 522 76203 | 1052 66809 | 1378 297804 | 281 26557 |
| 2 | | /5139 | 76203 | 60809 | 29/804 | 2055/ |
| 2 | Expenses a. Purchase of traded goods | 4934 | 7445 | 3541 | 21764 | 1962 |
| | b. Changes in inventories of finished goods and stock in trade | (61) | (87) | 775 | (324) | 61 |
| | c. Employee benefits expense | 46950 | 45566 | 41581 | 183035 | 16252 |
| | d. Depreciation and amortisation expense | 1223 | 1138 | 1150 | 4547 | 415 |
| | e. Other expenses | 13554 | 11867 | 10597 | 49290 | 4364 |
| | Total expenses | 66600 | 65929 | 57644 | 258312 | 23056 |
| 3 | Profit from Operations before other income, finance costs and exceptional items (1-2) | 8539 | 10274 | 9165 | 39492 | 3501 |
| 4 | Other Income (Net) | 613 | 426 | (247) | 4455 | 269 |
| 5 | Profit from ordinary activities before finance costs and exceptional items (3+4) | 9152 | 10700 | 8918 | 43947 | 3770 |
| 6 | Finance costs | 193 | 284 | 289 | 1066 | 111 |
| 7 | Profit from ordinary activities after finance costs but before exceptional items (5-6) | 8959 | 10416 | 8629 | 42881 | 3659 |
| 8 | Exceptional Items | - | | | | - |
| 9 | Profit from ordinary activities before tax (7+8) | 8959 | 10416 | 8629 | 42881 | 3659 |
| 10 | Tax expense | 1892 | 3165 | 1449 | 11691 | 1012 |
| 11 | Net Profit from ordinary activities after tax (9-10) | 7067 | 7251 | 7180 | 31190 | 26463 |
| 12 | Extraordinary items | - | | | - | - |
| 13 | Net Profit for the period (11-12) | 7067 | 7251 | 7180 | 31190 | 26463 |
| 14 | Minority Interest | 48 | 97 | - | 275 | |
| 15 | Net Profit after tax and minority interest (13-14) | 7019 | 7154 | 7180 | 30915 | 2645 |
| 16 | Paid-up equity share capital (Face value Rs.10 each) | 4463 | 4454 | 4433 | 4463 | 443 |
| 17 | Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year | | | | 138116 | 11126 |
| 18 | Earnings Per Share (EPS) (Face value Rs. 10 each) | | | | | |
| | a) Basic | 15.73 | 16.08 | 16.31 | 69.54 | 60.2 |

| | | Quarter ended | | | | (Rs. in Lakhs) Year ended | | |
|---|---|---------------|-------------|-------------|-------------|------------------------------|--|--|
| | Particulars | 31-Mar-2016 | 31-Dec-2015 | 31-Mar-2015 | 31-Mar-2016 | 31-Mar-2015 | | |
| _ | | Refer Note 3 | Unaudited | Unaudited | Audited | Audited | | |
| 1 | Segment Revenue (net of inter segment revenue) | | | | | | | |
| | Application Management Services | 55140 | 53564 | 47593 | 217961 | 186063 | | |
| | Infrastructure Management Services | 14097 | 13412 | 14012 | 53467 | 53497 | | |
| | Products & Licences | 5401 | 8705 | 4152 | 24998 | 2320 | | |
| | Net Sales / Income From Operations | 74638 | 75681 | 65757 | 296426 | 262768 | | |
| 2 | Segment Results Profit / (Loss) before tax and interest from each segment | | | | | | | |
| | Application Management Services | 10842 | 9308 | 9186 | 41765 | 32726 | | |
| | Infrastructure Management Services | (661) | 1741 | 1407 | 2997 | 4412 | | |
| | Products & Licences | 26 | 248 | 191 | 712 | 954 | | |
| | Total | 10207 | 11297 | 10784 | 45474 | 38092 | | |
| | Less: Interest and finance cost | 193 | 284 | 289 | 1066 | 1116 | | |
| | Less: Unallocable expenditure net of unallocable | | | | | | | |
| | income | 1055 | 597 | 1,866 | 1527 | 385 | | |
| | Total Profit before Tax | 8959 | 10416 | 8629 | 42881 | 36591 | | |

1 In the context of AS-17, Segment Reporting, the Company has identified the following business segments: Application Management Services
Infrastructure Management Services
Products and Licenses

2 Segment Capital Employed
Fixed assets used in the Company's business or liabilities contracted have not been identified to any of the reportable segments, as the fixed assets and the support services are used interchangeably between segments. Accordingly, no disclosure relating to total segment assets and liabilities has been made.



| Particulars | As at 31- Mar- 2016 | As at 31- Mar- 2015 |
|-------------------------------------|------------------------|------------------------|
| Equity And Liabilities | | |
| Shareholders' Funds | | |
| (a) Share Capital | 4463 | 4433 |
| (b) Reserves & Surplus | 138116 | 11126 |
| (c) Minority Interest | | |
| Sub-Total - Shareholders' Funds | 142579 | 115698 |
| Minority Interest | 391 | 119 |
| Non-Current Liabilities | | |
| (a) Long term borrowings | 77 | 149 |
| (b) Other long term liabilities | 187 | 383 |
| (c) Long term provisions | 3782 | 3707 |
| Sub-Total - Non-Current Liabilities | 4046 | 4239 |
| Current Liabilities | | |
| (a) Short term borrowings | 14731 | 9716 |
| (b) Trade Payables | 16430 | 13047 |
| (c) Other Current Liabilities | 21177 | 24258 |
| (d) Short term provisions | 2549 | 6373 |
| Sub-Total - Current Liabilities | 54887 | 53394 |
| Total - Equity And Liabilities | 201903 | 173450 |
| Assets | | |
| Non-Current Assets | | |
| (a) Fixed Assets | 11456 | 11693 |
| (b) Goodwill on consolidation | 45775 | 43186 |
| (c) Non Current Investments | - | 80 |
| (d) Deferred Tax Assets (Net) | 1131 | 1423 |
| (e) Long-term loans and advances | 3654 | 4667 |
| Sub-Total - Non-current assets | 62016 | 61049 |
| Current Assets | | |
| (a) Current Investments | 10155 | 9312 |
| (b) Inventories | 12587 | 12262 |
| (c) Trade Receivables | 54275 | 45388 |
| d) Cash and cash equivalents | 28441 | 19600 |
| e) Short term loans and advances | 10716 | 8798 |
| f) Other current assets | 23713 | 17041 |
| Sub-Total - Current assets | 139887 | 112401 |
| Total - Current assets | 201903 | 173450 |

Notes :

- 1 The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at its meeting held on 22nd April,
- 2 The consolidated financial results include the results of Zensar Technologies Limited's subsidiaries in USA, UK, Singapore, China, South Africa and Netherlands.
- 3 The figures for the fourth quarter are the balancing figures between the audited figures in respect of the full financial year and published to date figures upto the third quarter of the current financial year.
- 4 The Statutory Auditors have carried out the Audit for the year ended March 31, 2016.
- 5 Other Income (Net) for the quarter and year ended 31st March, 2016 includes foreign exchange gain (net) of Rs. 452 lakhs and Rs. 3610 lakhs respectively. (Corresponding previous period: net gain/(loss) of Rs. (415) lakhs and Rs. 1846 lakhs respectively). Other Income (net) for the quarter ended 31st December, 2015 includes foreign exchange gain (net) of Rs. 260 lakhs.
- 6 During the quarter ended 31st March, 2016, the Company issued 20,314 equity shares pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 70,090 equity shares under "2006 ESOP" stock option plan.
- 7 In the previous year, the Company, through its wholly owned subsidiary, Zensar Technologies, Inc. acquired 100% equity interest in Professional Access Limited vide agreement dated 14th August, 2014 and entered into a Business Undertaking Transfer Agreement for the purchase of business from Professional Access Software Development Private Limited, an Oracle Platinum partner. The results for the year ended 31st March, 2015 include the results of this acquired subsidiary and business for the period August 14, 2014 to March 31, 2015 (Income from Operations of Rs. 18,862.00 lakhs and Profit before taxation of Rs. 4006.61 lakhs) and are therefore not comparable
- 8 The board of directors in their meetings on January 19, 2016 and March 14, 2016 declared an interim dividend of Rs. 5.00 per equity share and Rs.7.00 per equity share respectively.
- 9 Vide postal ballot, the shareholders of the Company have approved the appointment and remuneration of Mr. Sandeep Kishore as Managing Director and CEO with effect from January 12, 2016 for a period of five years. The appointment is subject to approval of the Central Government for which the application has been filed.
- 10 Tax expense for the quarter and year ended March 31, 2016 is net of excess provision for earlier years written back, amounting to Rs. 1,120.31 lakhs.
- 11 Results of Zensar Technologies Limited on a stand alone basis are hosted on the Company's website www.zensar.com.

| (Rs. in Lak | | | | | | |
|----------------------------------|--------------|---------------|-------------|-------------|-------------|--|
| | | Quarter ended | | Year ended | | |
| Particulars | 31-Mar-2016 | 31-Dec-2015 | 31-Mar-2015 | 31-Mar-2016 | 31-Mar-2015 | |
| | Refer Note 3 | Unaudited | Unaudited | Audited | Audited | |
| Net Sales/Income from Operations | 30844 | 30574 | 27335 | 123312 | 105245 | |
| Profit before tax | 7214 | 6404 | 5629 | 31715 | 25345 | |
| Profit after tax | 5313 | 4663 | 4282 | 23424 | 18311 | |

12 Figures for the previous periods/year have been regrouped wherever necessary.



For and on behalf of the Board

Sandeep Kishore Managing Director & CEO

Zensar Technologies Limited

Registered Office: Zensar Knowledge Park, Kharadi, Plot # 4, MIDC, Off Nagar Road, Pune - 411014, India

Statement of Standalone Audited Results for the Year ended 31st March, 2016.

(Rs. in Lakhs)

| | | Quarter ended | | | Year | ended |
|----|--|----------------|----------------|----------------------|-----------------------|------------------------|
| | Particulars | 31-Mar-2016 | 31-Dec-2015 | 31-Mar-2015 | 31-Mar-2016 | 31-Mar-2015 |
| 1 | Income from Operations | Refer Note 8 | Unaudited | Unaudited | Audited | Audited |
| 1 | (a) Net Sales/Income from Operations | 20044 | 20574 | 27225 | | |
| | (b) Other Operating Income | 30844 348 | 30574 336 | 27335 | 123312 | 10524 |
| | Total income from operations | 31192 | 30910 | 1231 28566 | 1282 124594 | 2748 10799 3 |
| 3 | Expenses | 51151 | 30310 | 20300 | 124394 | 107995 |
| 2 | a. Purchase of traded goods | 455 | 2042 | 244 | 5250 | 25.45 |
| | b. Employee benefits expense | | 2042 | 244 | 5259 | 2643 |
| | c. Depreciation and amortisation expense | 17236 | 17154 | 16118 | 67282 | 60388 |
| | d. Other expenses | 1021 | 934 | 948 | 3727 | 3276 |
| | Total expenses | 5645 | 4749 | 5236 | 21134 | 18305 |
| | | 24357 | 24879 | 22546 | 97402 | 84612 |
| 3 | Profit from Operations before other income, finance costs and exceptional items (1-2) | 6835 | 6031 | 6020 | 27192 | 23381 |
| 4 | Other Income (Net) | 439 | 408 | (365) | 4679 | 2079 |
| 5 | Profit from ordinary activities before finance costs and exceptional items (3+4) | 7274 | 6439 | 5655 | 31871 | 25460 |
| 6 | Finance costs | 60 | 35 | 26 | 156 | 115 |
| 7 | Profit from ordinary activities after finance costs but before exceptional items (5-6) | 7214 | 6404 | 5629 | 31715 | 25345 |
| 8 | Exceptional Items | - | - | - | - | |
| 9 | Profit from ordinary activities before tax (7+8) | 7214 | 6404 | 5629 | 31715 | 25345 |
| 10 | Tax expense | 1901 | 1741 | 1347 | 8291 | 7034 |
| 11 | Net Profit from ordinary activities after tax (9-10) | 5313 | 4663 | 4282 | 23424 | 18311 |
| 12 | Extraordinary items | - | - | | - 1 | _ |
| 13 | Net Profit for the period (11-12) | 5313 | 4663 | 4282 | 23424 | 18311 |
| | Paid-up equity share capital (Face value Rs. 10 each) | 4463 | 4454 | 4433 | 4463 | 4433 |
| | Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year | | | - 1 | 89888 | 72604 |
| 16 | Earnings Per Share (EPS) (Face value Rs. 10 each) | 1 | | | | |
| | a) Basic b) Diluted | 11.91 11.75 | 10.48 10.31 | 9.73 9.56 | 52.69 52.00 | 41.69 41.04 |



| Statement of Assets & Liabilities | | (Rs. in Lakhs |
|-------------------------------------|------------------------|-----------------------|
| Particulars | As at 31- Mar- 2016 | As at 31- Mar 2015 |
| Equity And Liabilities | | |
| Shareholders' Funds | | |
| (a) Share Capital | 4463 | 443: |
| (b) Reserves & Surplus | 89888 | 7260 |
| Sub-Total - Shareholders' Funds | 94351 | 7703 |
| Non-Current Liabilities | | |
| (a) Long term borrowings | 77 | 149 |
| (b) Long term provisions | 1287 | 1214 |
| Sub-Total - Non-Current Liabilities | 1364 | 1363 |
| Current Liabilities | | |
| (a) Short term borrowings | 1325 | |
| (b) Trade Payables | 3476 | 1985 |
| (c) Other Current Liabilities | 7976 | 5406 |
| (d) Short term provisions | 1625 | 5767 |
| Sub-Total - Current Liabilities | 14402 | 13158 |
| Total - Equity And Liabilities | | 91558 |
| Assets | | |
| Non-Current Assets | | |
| (a) Fixed Assets | 10252 | 10398 |
| (b) Non Current Investments | 468 | 716 |
| c) Deferred Tax Assets (Net) | 1364 | 913 |
| d) Long-term loans and advances | 2678 | 4012 |
| Sub-Total - Non-current assets | 14762 | 16039 |
| Current Assets | | |
| a) Current Investments | 10155 | 0242 |
| b) Trade Receivables | 52540 | 9312 45137 |
| c) Cash and cash equivalents | 8400 | 45137 5035 |
| N - V V V | 04001 | 50.351 |

Notes :

(d) Short term loans and advances

(e) Other current assets

Sub-Total - Current assets

- 1 The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at its meeting held on 22nd April, 2016.
- 2 The Statutory Auditors have carried out the Audit for the year ended March 31, 2016.
- 3 Where financial results contain both consolidated financial results and separate financial results of parent, segment information needs to be presented only in the case of consolidated financial results. Accordingly, segment information has been provided only in the consolidated financial results.
- 4 Other Income (Net) for the quarter and year ended 31st March, 2016 includes foreign exchange gain of Rs. 253 lakhs and Rs. 2672 lakhs respectively. (Corresponding previous period: net gain/(loss) of Rs. (542) lakhs and Rs. 965 lakhs respectively). Other Income (net) for the quarter ended 31st December, 2015 includes foreign exchange gain (net) of Rs. 201 lakhs.
- **5** On 14th August, 2014, the Company entered into a Business Undertaking Transfer Agreement for the purchase of business from Professional Access Software Development Private Limited, an Oracle Platinum partner. The financial statements for the year ended March 31, 2015 include the results of this acquired business for the period August, 14 2014 to March 31, 2015 (Income from Operations of Rs. 8987.12 lakhs and Profit before taxation of Rs. 3445.81 lakhs) and are therefore not comparable.
- **6** During the quarter ended 31st March, 2016, the Company issued 20,314 equity shares pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 70,090 equity shares under "2006 ESOP" stock option plan.
- 7 During the quarter ended 31st March 2015 the Company undertook a review of the commercial terms of its business with one of its overseas subsidiaries and made certain revisions in the terms with effect from August 14, 2014. This has had a favorable impact of an amount of Rs. 2416.12 Lakhs for the quarter and year ended 31st March 2015. However, this does not have any impact on the consolidated results.
- 8 The figures for the fourth quarter are the balancing figures between the audited figures in respect of the full financial year and published to date figures upto the third quarter of the current financial year.
- **9** The board of directors in their meetings on January 19, 2016 and March 14, 2016 declared an interim dividend of Rs. 5.00 per equity share and Rs.7.00 per equity share respectively.
- 10 Vide postal ballot, the shareholders of the Company have approved the appointment and remuneration of Mr. Sandeep Kishore as Managing Director and CEO with effect from January 12, 2016 for a period of five years. The appointment is subject to approval of the Central Government for which the application has been filed.
- 11 Tax expense for the quarter and year ended March 31, 2016 is net of excess provision for earlier years written back, amounting to Rs. 779.00 lakhs.
- 12 Figures for the previous periods/year have been regrouped wherever necessary.

For and on behalf of the Board

7371

16889

9535

110117

Total - Assets

CHNOLO

PUNE

411014

5032

11003

75510

91558

Sandeep Kishore Managing Director & CEO DIN:07393680

Mumbai

Date: 22nd April, 2016