

**Date:** January 16, 2017

**Mr. Hari K.**  
**Listing Department**  
**The National Stock Exchange of India Ltd.**  
**Exchange Plaza, 5<sup>th</sup> Floor, Plot C/1, G Block**  
**Bandra – Kurla Complex, Bandra (E)**  
**Mumbai 400 051**  
**Fax no.: 26598237/38**

**NSE Symbol: GEOMETRIC**

**The Manger**  
**Listing Department**  
**BSE Limited**  
**Phiroze Jeejeebhoy Tower**  
**Dalal Street**  
**Mumbai – 400 001**  
**Fax No.: 22723719/  
22722037/39/41/61**  
**BSE Scrip Code: 532312**

**Sub: Regulation 33 - Financial Results for the quarter and nine months ended December 31, 2016**

Dear Sirs,

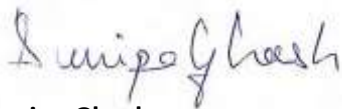
Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, we have pleasure to enclose herewith the consolidated financial results with Limited Review Report and Standalone financial results of the Company with Audit Report for the quarter and nine months ended December 31, 2016.

The Board of Directors as its meeting held today approved the said results.

Kindly acknowledge receipt of the same.

Thanking you,

Yours Faithfully,  
For **Geometric Ltd.**



**Sunipa Ghosh**  
**Company Secretary & Compliance Officer**  
**Membership No: A22216**

**Encl.: a/a.**

**Geometric Limited**

CIN: L72200MH1994PLC077342

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T +91.22.67056500 F +91.22.67056891 www.geometricglobal.com

Reg. Office: Plant 11, 3rd floor, Pirojshanagar, Vikhroli (West), Mumbai 400 079 India

# B S R & Co. LLP

Chartered Accountants

5th Floor, Lodha Excelus,  
Apollo Mills Compound  
N. M. Joshi Marg, Mahalaxmi  
Mumbai - 400 011  
India

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## Review Report

### To the Board of Directors Geometric Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results ('the Statement') of Geometric Limited ('the Company' or 'the Parent Company') and its subsidiaries (the Company and its subsidiaries together referred to as the 'Group') and its associate for the quarter ended 31 December 2016 and the year to date Statement for the period from 1 April 2016 to 31 December 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. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors. 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. 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.
3. We did not review the interim financial statements of the associate included in the quarterly consolidated financial results as well as the year to date consolidated financial results for the period from 1 April 2016 to 31 December 2016, whose interim financial statements reflect the Group's share of net profit of Rs.104 million and Rs.307 million for the quarter ended 31 December 2016 and for the period from 1 April 2016 to 31 December 2016, respectively. These interim financial statements have been audited by other auditors whose report has been furnished to us, and our opinion on the quarterly consolidated financial results and year to date consolidated financial results for the period from 1 April 2016 to 31 December 2016, to the extent they have been derived from such interim financial statements, is based solely on the report of such other auditors.

**Review Report (*Continued*)**

**Geometric Limited**

4. Based on our review conducted as stated above and based on the consideration of the report of the other auditors referred to in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited consolidated financial results prepared in accordance with applicable Accounting Standards i.e Ind AS, prescribed under section 133 of the Companies Act 2013, read with relevant rules issued thereunder and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated 5 July 2016 in this regard including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No: 101248W/W-100022



**Rajesh Mehra**

*Partner*

Membership No: 103145

Mumbai  
16 January 2017

# B S R & Co. LLP

Chartered Accountants

5th Floor, Lodha Excelus,  
Apollo Mills Compound  
N. M. Joshi Marg, Mahalaxmi  
Mumbai - 400 011  
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## Auditor's Report on Quarterly Financial Results and Year to Date Financial Results of Geometric Limited Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

### To The Board of Directors of Geometric Limited

We have audited the standalone financial results of Geometric Limited ('the Company') for the quarter ended 31 December 2016 and the year to date financial results for the period from 1 April 2016 to 31 December 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.

These quarterly standalone financial results as well as the year to date financial results have been prepared on the basis of the interim condensed standalone financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim condensed standalone financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) for Interim Financial Reporting (Ind AS 34), prescribed under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder, and other accounting principles generally accepted in India.

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.

Based on our audit conducted as above, in our opinion and to the best of our information and according to the explanations given to us, these quarterly standalone financial results and the year to date financial results;

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated 5 July 2016, in this regard; and
- (ii) give a true and fair view of the net profit (financial performance including other comprehensive income) and other financial information for the quarter ended 31 December 2016 as well as for the year to date financial results for the period from 1 April 2016 to 31 December 2016.

For B S R & Co. LLP  
Chartered Accountants

Firm's Registration No: 101248W/W-100022



**Rajesh Mehra**  
Partner

Membership No: 103145

Mumbai  
16 January 2017



*Rupees in millions except per share data*

**STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2016**

Sr. No.	Particulars	Quarter ended			Nine months ended		Year ended
		31-Dec-16	30-Sep-16	31-Dec-15	31-Dec-16	31-Dec-15	31-Mar-16
		Audited	Audited	Audited	Audited	Audited	Audited
1	<b>Income from operations</b>						
	(a) Income from operations	1,042	1,043	1,077	3,022	3,052	4,160
	(b) Other operating income	86	74	32	184	63	114
	<b>Total Income from operations</b>	<b>1,128</b>	<b>1,117</b>	<b>1,109</b>	<b>3,206</b>	<b>3,115</b>	<b>4,274</b>
2	<b>Expenses</b>						
	(a) Employee benefit expenses	501	526	545	1,555	1,674	2,195
	(b) Depreciation and amortisation expense	30	23	23	75	64	86
	(c) Cost of Technical Subcontractor	33	30	48	99	248	278
	(d) Other expenses	192	210	259	637	785	1,017
	<b>Total expenses</b>	<b>756</b>	<b>789</b>	<b>875</b>	<b>2,366</b>	<b>2,771</b>	<b>3,576</b>
3	<b>Profit from operations before other income, finance costs and exceptional items (1-2)</b>	<b>372</b>	<b>328</b>	<b>234</b>	<b>840</b>	<b>344</b>	<b>698</b>
4	Other income	20	57	17	129	412	597
5	<b>Profit from ordinary activities before finance costs and exceptional items (3+4)</b>	<b>392</b>	<b>385</b>	<b>251</b>	<b>969</b>	<b>756</b>	<b>1,295</b>
6	Finance costs	2	4	4	7	10	14
7	<b>Profit from ordinary activities after finance costs but before exceptional items (5-6)</b>	<b>390</b>	<b>381</b>	<b>247</b>	<b>962</b>	<b>746</b>	<b>1,281</b>
8	Exceptional items	-	-	-	-	-	-
9	<b>Profit from ordinary activities before tax (7+8)</b>	<b>390</b>	<b>381</b>	<b>247</b>	<b>962</b>	<b>746</b>	<b>1,281</b>
10	Tax expense	120	113	81	290	143	270
11	<b>Net Profit from ordinary activities after tax (9-10)</b>	<b>270</b>	<b>268</b>	<b>166</b>	<b>672</b>	<b>603</b>	<b>1,011</b>
12	Total Other Comprehensive Income (net of tax)	9	35	14	42	(25)	(22)
13	<b>Total Comprehensive Income for the period (11+12)</b>	<b>279</b>	<b>303</b>	<b>180</b>	<b>714</b>	<b>578</b>	<b>989</b>
14	Paid-up equity share capital (Face value Rs. 2/- per share)	132	131	130	132	130	130
15	Reserves and surplus (excluding Revaluation Reserves) as per Balance Sheet of previous accounting year						4,582
16	<b>Earnings Per Share (Face value Rs. 2/- per share) (Not annualised)</b>						
	-Basic	4.09	4.10	2.57	10.25	9.33	15.61
	-Diluted	4.04	4.09	2.57	10.25	9.33	15.58

**Notes:**

- The above results of the Company were reviewed and recommended by the Audit Committee on 16 January 2017 and subsequently approved by the Board of Directors at its meeting held on 16 January 2017.
- The Company adopted Ind-AS from April 1, 2016 and, accordingly, the transition was carried out using the Accounting Principles generally accepted in India as specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), in accordance with Ind-AS 101 - First time adoption of Indian Accounting Standards. Accordingly, the impact of the transition has been recorded in opening reserves as at April 1, 2015 and all the financial information for the periods presented have been restated to reflect the effects of application of Ind AS.
- During the quarter ended 31 December 2016, a total of 794,470 equity shares were issued pursuant to exercise of stock options under the Employee Stock Option Scheme of the Company.

**STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2016**

- 4 As per IND AS-108 - Operating Segments, if a single financial report contains both consolidated financial statements and the separate financial statements of the parent, segment information need be presented only on the basis of the consolidated financial statements. Accordingly, information required to be presented under IND AS-108 - Operating Segments, has been disclosed in the consolidated financial results.
- 5 On 1 April 2016, the Board of Directors of Geometric Limited approved the Composite Scheme of Arrangement and Amalgamation between Geometric Limited ('GL' or "the Company"), HCL Technologies Limited ('HCL') and 3DPLM Software Solutions Limited ('3D PLM') and their respective shareholders and creditors pursuant to the provisions of Sections 391 to 394 read with Section 100 of the Companies Act, 1956 or under Section 230 to 234 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 1956 and/or Companies Act, 2013 and the relevant provisions made thereunder ('the Scheme'). Pursuant to the Scheme, the IT enabled engineering services, PLM services and engineering design productivity software tools of the Company including its overseas subsidiaries (but excluding the shares held by the Company in 3D PLM) ("Demerged Business Undertaking") will be transferred to HCL. In consideration for the transfer and vesting of the Demerged Business Undertaking, HCL shall issue and allot 10 equity shares of Rs. 2 each fully paid-up of HCL Technologies Ltd for every 43 equity shares of the face value of Rs. 2 each held by equity shareholders of the Company on the record date. Thereafter, the Company, comprising the shares held by it in 3D PLM ("Remaining Undertaking") shall be merged and amalgamated with 3D PLM. In consideration of the amalgamation, 3D PLM shall issue and allot to each resident shareholder of the Company, and, subject to approval by the Reserve Bank of India ("RBI"), all non-resident shareholders of the Company, 1 (one) fully paid up redeemable preference share of Rs.68 each ("Redeemable Preference Share") in 3D PLM for every 1 (one) fully paid up equity share each of the Company. If the approval of the RBI is not received, such shareholders shall be issued and allotted 24 fully paid unlisted equity shares of Rs. 10 each of 3D PLM for every 1793 fully paid up equity shares of Rs. 2 each of the Company held by such shareholders which shall be compulsorily purchased by Dassault Systems and/or its nominees immediately on issuance at a price of Rs. 5,080.30 per equity share. The Redeemable Preference Shares issued by 3D PLM pursuant to the Amalgamation are proposed to be listed on the BSE. The Scheme is subject to the approval of the shareholders and such other persons as may be required under applicable law, the Securities and Exchange Board of India, The Hon'ble High Court of Judicature at Bombay, The Hon'ble High Court of Judicature at New Delhi and / or such other competent statutory /regulatory authorities as may be required under applicable law. The Appointed Date of the Scheme is 31 March 2016. As at December 31, 2016, the Company has obtained approvals with respect to the Scheme from the Competition Commission of India, The Securities and Exchange Board of India and The Hon'ble High Court of Judicature at Bombay. However, in relation to the closure of the transaction, the Company is awaiting receipt of Order copy from The Hon'ble High Court of Judicature at New Delhi, approval from The Reserve Bank of India and compliance with other conditions precedent to the closure of the transaction. Costs associated with the above merger transaction amounting to Rs 250 million approx. will be accounted for upon the closure of the transaction. The parties have executed appropriate transaction documents which includes a Framework Agreement between HCL and the Company that sets out certain covenants and obligations in relation to the transaction until completion.
- 6 **Reconciliation of Equity and Net profit as reported under previous Generally Accepted Accounting Principles ('Previous GAAP') and as per IND AS :**

Nature of Adjustments	Net Profit Reconciliation			Equity Reconciliation	
	Quarter ended	Nine months ended	Year ended	As at	As at
	31-Dec-15	31-Dec-15	31-Mar-16	31-Mar-16	1-Apr-15
<b>Net profit/ Equity as per previous GAAP</b>	179	585	977	4,673	3,805
Share based payment as per fair value for group companies	-	-	-	34	79
Share based compensation cost as per fair value	(3)	(12)	(15)	-	-
Adjustment related to lease rent straightlining	-	(1)	(3)	8	11
Actuarial gain / (loss) on employee defined benefit plan recognised in Other Comprehensive Income	-	(8)	(7)	-	-
Effect of measuring investments at fair value through profit and loss	2	3	7	7	-
Effect of exchange difference on translation of long-term loans	(11)	34	50	-	-
Effect of fair value adjustment of security deposits *	-	-	-	(1)	(1)
Deferred tax effect of IND AS adjustments as above	(1)	2	2	(4)	(4)
Effect of dividend and tax on dividend	-	-	-	-	194
<b>Net profit/Equity as per IND AS</b>	166	603	1,011	4,717	4,024
Other Comprehensive Income (net of tax)	14	(25)	(22)	(5)	(18)
<b>Total Comprehensive Income/Equity as per IND AS</b>	180	578	989	4,712	4,006

\* value is less than one million rupees

- 7 Previous period's / year figures have been regrouped / reclassified wherever necessary to correspond with the current period's classification / disclosure.

Place: Mumbai  
Date : 16 January 2017

For Geometric Ltd  
  
Manu Karjia  
Managing Director & CEO

**GEOMETRIC LIMITED**  
(CIN: L72200MH1994PLC077342)  
Regd. Office: Plant 11, 3rd floor, Pirojshanagar, Vikhroli (West), Mumbai - 400 079.  
Phone : (022) 67056500 Fax : (022) 67056891 e-mail: investor-relations@geometricglobal.com



*Rupees in millions except per share data*

Sr. No.	Particulars	Quarter ended			Nine months ended		Year ended
		31-Dec-16	30-Sep-16	31-Dec-15	31-Dec-16	31-Dec-15	31-Mar-16
		Unaudited*	Unaudited*	Unaudited*	Unaudited*	Unaudited*	Audited*
1	Income from operations	2,523	2,463	2,347	7,346	6,841	9,152
	Total income from operations	2,523	2,463	2,347	7,346	6,841	9,152
2	Expenses						
	(a) Employee benefit expenses	1,479	1,514	1,511	4,519	4,629	6,128
	(b) Depreciation and amortisation expense	32	25	25	82	71	96
	(c) Cost of Technical Subcontractor	172	136	184	437	338	380
	(d) Other expenses	360	393	298	1,224	1,259	1,701
	Total expenses	2,043	2,068	2,018	6,262	6,297	8,305
3	Profit from operations before other income, finance costs and exceptional items (1-2)	480	395	329	1,084	544	847
4	Other income	27	50	(12)	125	116	159
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	507	445	317	1,209	660	1,006
6	Finance costs	8	9	11	25	29	40
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	499	436	306	1,184	631	966
8	Exceptional items	-	-	-	-	-	-
9	Profit from ordinary activities before tax (7+8)	499	436	306	1,184	631	966
10	Tax expense	156	136	113	371	202	301
11	Profit from ordinary activities after tax (9-10)	343	300	193	813	429	665
12	Share of profit of equity accounted investees (net of tax)	104	96	84	307	254	351
13	Net Profit for the period before Minority Interest (11+12)	447	396	277	1,120	683	1,016
14	Minority interest	-	-	-	-	-	-
15	Net Profit after taxes and Minority Interest (13-14)	447	396	277	1,120	683	1,016
16	Total Other Comprehensive Income (net of tax)	9	35	14	42	(25)	(22)
17	Share of other comprehensive in equity accounted investees	22	18	-	49	(96)	(145)
18	Total Comprehensive Income for the period (15+16+17)	478	449	291	1,211	562	849
19	Paid-up equity share capital (Face value Rs. 2/- per share)	132	131	130	132	130	130
20	Reserves and surplus (excluding revaluation reserves) as per Balance Sheet of previous accounting year						4,916
21	Earnings Per Share (Face value Rs. 2/- per Share) (Not annualised)						
	-Basic	6.78	6.07	4.27	17.09	10.56	15.70
	-Diluted	6.72	6.06	4.27	17.09	10.56	15.70

\* Refer note 4

The above consolidated unaudited results include the results of the following subsidiary companies & associates:

Company and Country of Incorporation	% Holding	Audited / Unaudited						
Geometric Americas Inc. USA	100%	Audited	Audited	Audited	Audited	Audited	Audited	Audited
Geometric Asia Pacific Pte. Ltd., Singapore and its Subsidiaries	100%	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
Geometric Europe GmbH, Germany and its Subsidiaries	100%	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited

**STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2016**

**Notes:**

- 1 The above results of the Group were reviewed and recommended by the Audit Committee on 16 January 2017 and subsequently approved by the Board of Directors at its meeting held on 16 January 2017.
- 2 The Company adopted Ind-AS from April 1, 2016 and, accordingly, the transition was carried out using the Accounting Principles generally accepted in India as specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), in accordance with Ind-AS 101 - First time adoption of Indian Accounting Standards. Accordingly, the impact of the transition has been recorded in opening reserves as at April 1, 2015 and all the financial information for the periods presented have been restated to reflect the effects of application of Ind AS.
- 3 During the quarter ended 31 December 2016, a total of 794,470 equity shares were issued pursuant to exercise of stock options under the Employee Stock Option Scheme of the Company.
- 4 The consolidated unaudited financial results for the quarters ended 31 December 2016, 30 September 2016 and 31 December 2015, for the nine months ended 31 December 2016 and 31 December 2015 have been reviewed by the auditors and for the year ended 31 March 2016 has been audited by the auditors.
- 5 **Standalone Information (Audited):**

Particulars	Quarter ended	Quarter ended	Quarter ended	Year to date figure for the period ended		Year ended
	31-Dec-16	30-Sep-16	31-Dec-15	31-Dec-16	31-Dec-15	31-Mar-16
	Audited	Audited	Audited	Audited	Audited	Audited
Total income from operations	1,128	1,117	1,109	3,206	3,115	4,274
Profit before tax	390	381	247	962	746	1,281
Profit after tax	270	268	166	672	603	1,011

Standalone Financial Results for the quarters and year ended as above are available on Company's website ([www.geometricglobal.com](http://www.geometricglobal.com)) and on the website of BSE ([www.bseindia.com](http://www.bseindia.com)) and NSE ([www.nseindia.com](http://www.nseindia.com)).

- 6 On 1 April 2016, the Board of Directors of Geometric Limited approved the Composite Scheme of Arrangement and Amalgamation between Geometric Limited ("GL" or "the Company"), HCL Technologies Limited ("HCL") and 3DPLM Software Solutions Limited ("3D PLM") and their respective shareholders and creditors pursuant to the provisions of Sections 391 to 394 read with Section 100 of the Companies Act, 1956 or under Section 230 to 234 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 1956 and/or Companies Act, 2013 and the relevant provisions made thereunder ("the Scheme").  
Pursuant to the Scheme, the IT enabled engineering services, PLM services and engineering design productivity software tools of the Company including its overseas subsidiaries (but excluding the shares held by the Company in 3D PLM) ("Demerged Business Undertaking") will be transferred to HCL.  
In consideration for the transfer and vesting of the Demerged Business Undertaking, HCL shall issue and allot 10 equity shares of Rs. 2 each fully paid-up of HCL Technologies Ltd for every 43 equity shares of the face value of Rs. 2 each held by equity shareholders of the Company on the record date.  
Thereafter, the Company, comprising the shares held by it in 3D PLM ("Remaining Undertaking") shall be merged and amalgamated with 3D PLM. In consideration of the amalgamation, 3D PLM shall issue and allot to each resident shareholder of the Company, and, subject to approval by the Reserve Bank of India ("RBI"), all non-resident shareholders of the Company, 1 (one) fully paid up redeemable preference share of Rs.68 each ("Redeemable Preference Share") in 3D PLM for every 1 (one) fully paid up equity share each of the Company. If the approval of the RBI is not received, such shareholders shall be issued and allotted 24 fully paid unlisted equity shares of Rs. 10 each of 3D PLM for every 1793 fully paid up equity shares of Rs. 2 each of the Company held by such shareholders which shall be compulsorily purchased by Dassault Systems and/or its nominees immediately on issuance at a price of Rs. 5,080.30 per equity share.  
The Redeemable Preference Shares issued by 3D PLM pursuant to the Amalgamation are proposed to be listed on the BSE.  
The Scheme is subject to the approval of the shareholders and such other persons as may be required under applicable law, the Securities and Exchange Board of India, The Hon'ble High Court of Judicature at Bombay, The Hon'ble High Court of Judicature at New Delhi and / or such other competent statutory /regulatory authorities as may be required under applicable law. The Appointed Date of the Scheme is 31 March 2016.  
As at December 31, 2016, the Company has obtained approvals with respect to the Scheme from the Competition Commission of India, The Securities and Exchange Board of India and The Hon'ble High Court of Judicature at Bombay. However, in relation to the closure of the transaction, the Company is awaiting receipt of Order copy from The Hon'ble High Court of Judicature at New Delhi, approval from The Reserve Bank of India and compliance with other conditions precedent to the closure of the transaction. Costs associated with the above merger transaction amounting to Rs 250 million approx. will be accounted for upon the closure of the transaction. The parties have executed appropriate transaction documents which includes a Framework Agreement between HCL and the Company that sets out certain covenants and obligations in relation to the transaction until completion.



**STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2016**

7 Reconciliation of net profit as reported under previous Generally Accepted Accounting Principles ('Previous GAAP') to net profit as per IND AS :

Nature of Adjustments	Net Profit Reconciliation			Equity Reconciliation	
	Quarter ended	Nine months ended	Year ended	As at	As at
	31-Dec-15	31-Dec-15	31-Mar-16	31-Mar-16	1-Apr-15
<b>Net profit/ Equity as per previous GAAP</b>	<b>289</b>	<b>711</b>	<b>1,053</b>	<b>5465</b>	<b>5,023</b>
Share based compensation cost as per fair value	(7)	(18)	(21)	-	-
Adjustment related to lease rent straightlining	(3)	(7)	(7)	13	20
Actuarial gain / (loss) on employee defined benefit plan recognised in Other Comprehensive Income	1	(8)	(7)	-	-
Effect of measuring investments at fair value through profit and loss	1	4	7	7	-
Effect of fair value adjustment of security deposits	3	3	-	(1)	(1)
Share of IND AS adjustment of an equity accounted investee (IND AS Adjustment)	(7)	(5)	(7)	185	192
Deferred tax effect of IND AS adjustments as above*	(0)	3	(2)	85	89
Effect of dividend and tax on dividend	-	-	-	-	194
<b>Net profit/Equity as per IND AS</b>	<b>277</b>	<b>683</b>	<b>1,016</b>	<b>5,754</b>	<b>5,517</b>
Effect of non controlling interest on equity accounted investee	-	-	-	(724)	(945)
Other Comprehensive Income (net of tax)	14	(121)	(167)	16	(83)
<b>Total Comprehensive Income/Equity as per IND AS</b>	<b>291</b>	<b>562</b>	<b>849</b>	<b>5,046</b>	<b>4,489</b>

\* value is less than one million rupees

8 Previous period's / year figures have been regrouped / reclassified wherever necessary to correspond with the current period's classification / disclosure.

For Geometric Ltd

  
Manu Purohit  
Managing Director & CEO

Place: Mumbai  
Date : 16 January 2017

**GEOMETRIC LIMITED**

**STATEMENT OF CONSOLIDATED UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2016 (continued.)**

**CONSOLIDATED UNAUDITED SEGMENT INFORMATION FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2016**

Rupees in millions, except per share data

	Particulars	Quarter ended			Nine months ended		Year ended
		31-Dec-16	30-Sep-16	31-Dec-15	31-Dec-16	31-Dec-15	31-Mar-16
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
<b>A</b>	<b>PRIMARY SEGMENTS REVENUE</b>						
	Segment Revenue						
	Products	222	223	202	629	523	722
	Software Services	1,467	1,392	1,198	4,127	3,396	4,646
	Engineering Services	834	848	947	2,590	2,922	3,784
	<b>Total</b>	<b>2,523</b>	<b>2,463</b>	<b>2,347</b>	<b>7,346</b>	<b>6,841</b>	<b>9,152</b>
	Less : Inter Segment Revenue	-	-	-	-	-	-
	<b>Net Revenue from Operations</b>	<b>2,523</b>	<b>2,463</b>	<b>2,347</b>	<b>7,346</b>	<b>6,841</b>	<b>9,152</b>
<b>B</b>	<b>Segment Results</b>						
	Products	112	104	93	291	233	324
	Software Services	473	487	343	1,323	713	1,120
	Engineering Services	247	257	295	771	868	1,095
	<b>Total</b>	<b>832</b>	<b>848</b>	<b>731</b>	<b>2,385</b>	<b>1,814</b>	<b>2,539</b>
	(a) Finance Cost	8	9	11	25	29	40
	(b) Other unallocable expense net of unallocable income	325	403	414	1,176	1,154	1,533
	<b>Profit/(Loss) from Ordinary Activities before Tax</b>	<b>499</b>	<b>436</b>	<b>306</b>	<b>1,184</b>	<b>631</b>	<b>966</b>
<b>C</b>	<b>Capital Employed</b> (Segment Assets - Segment Liabilities) (See Note 2 below)						
	<b>SECONDARY GEOGRAPHICAL SEGMENTS REVENUE</b>						
	USA	1,353	1,370	1,466	4,047	4,361	5,748
	Europe	745	678	514	2,017	1,402	1,963
	Asia Pacific	200	174	183	528	543	671
	India	225	241	184	754	535	770
	<b>Total</b>	<b>2,523</b>	<b>2,463</b>	<b>2,347</b>	<b>7,346</b>	<b>6,841</b>	<b>9,152</b>

**Note:1.** Based on the "management approach" as defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented in to three key business segments comprising Products, Software services and Engineering services. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments.

**2.** Assets and liabilities used in the Company's business are not identified to any of the reportable segments, as these are used interchangeably between segments. Hence, it is not practicable to provide segment disclosures relating to segment assets and liabilities.

Place: Mumbai

Date : 16 January 2017

January 16, 2017

**Mr. Hari K.**  
**Listing Department**  
**The National Stock Exchange of India Ltd.**  
**Exchange Plaza, 5<sup>th</sup> Floor, Plot C/1, G Block**  
**Bandra – Kurla Complex, Bandra (E)**  
**Mumbai 400 001**  
**Fax No.: 26598237/38**

**The Manager**  
**Listing Department**  
**Bombay Stock Exchange Limited**  
**Phiroze Jeejeebhoy Tower**  
**Dalal Street**  
**Mumbai – 400 051**  
**Fax No.: 22723719**

Dear Sirs,

Sub: **Media Release**

Please find attached herewith a media release being issued today announcing that **“Geometric records it’s highest ever EPS at INR 6.78”**

Also attached note of our Managing Director for quarter ended December 31, 2016.

This is for your information and records.

Kindly acknowledge receipt.

Thanking you,

Yours Faithfully,  
For **Geometric Ltd.**



**Sunipa Ghosh**  
**Company Secretary & Compliance Officer**  
**Membership No: A22216**

**Encl: a/a.**

**Geometric Limited**

CIN: L72200MH1994PLC077342

Unit No. 703-A, 7th floor, B Wing, Reliable Tech Park, Airoli, Navi Mumbai 400 708 India  
T +91.22.67056500 F +91.22.67056891 www.geometricglobal.com

Reg. Office: Plant 11, 3rd floor, Pirojshanagar, Vikhroli (West), Mumbai 400 079 India



## Media Release

For Immediate Release

### Geometric Limited

Regd. office: Plant No.11, 3rd Floor,  
Pirojshanagar, Vikhroli (West),  
Mumbai – 400 079  
Tel + 91.22.67056500  
Fax + 91.22.67056891

### Geometric records it's highest ever EPS at INR 6.78

**MUMBAI, India. Jan 16, 2017:** Geometric Ltd. (BSE: 532312, NSE: GEOMETRIC) announced its third quarter financial results for FY 2016-2017 at the board meeting held today.

#### Highlights for the quarter ended December 31, 2016 (Q3 FY17 – IND AS)

- Total revenues in USD terms down by 0.1% Q-o-Q and rose by 3.7% Y-o-Y to USD 36.86 Mn in Q3 FY17 compared to USD 36.88 Mn in Q2 FY17 and USD 35.54 Mn in Q3 FY16
- Consolidated net profit after tax at INR 447.20 Mn for the quarter, as against 396.15 Mn for the previous quarter and INR 276.93 Mn for the same quarter last year
- Signed new deals worth USD 18.04 Mn
- Annualized attrition for the quarter at 10.0%
- Consolidated EPS for the quarter at INR 6.78

Under Indian GAAP, the Company declared operating revenues of INR 3479.54 Mn for the quarter, a growth of 1.2% when compared to revenues of INR 3437.18 Mn in the previous quarter and a growth of 10.5% when compared to revenues of INR 3148.46 Mn in the corresponding quarter last year. Q-o-Q Company's consolidated EBITDA margin grew to 24.5% in **Q3 FY17** as against 22.9% in **Q2FY17** and 20.1% in **Q3 FY16**.

Mr. Manu Parpia, Managing Director & CEO said, "While some of our units have seen a decline in revenue over the previous quarter, these have been compensated by better performance in others. As a result we are delighted that the hard work put in by the team is being translated into a set of consistently improving results. We believe this will be the last quarter when we will report results as an independent company."

The company had total employee strength of over 4800 employees as on December 31, 2016, including its subsidiaries.

#### Key wins and Business highlights for Q3 FY17:

The Company signed new deals worth USD 18.04 Mn. Some of the significant wins in this quarter include:

- Won several PLM initiatives for a Japanese Automotive OEM
- Awarded a Software Development Project for a leading Technology company in USA Won Multiple programs on MFG Engineering for a leading Automotive OEM in North America

- Awarded various initiatives on MFG Engineering for a leading Auto OEM from Sweden for Europe and China Programs
- Selected by a leading North American Automotive Tier-1 to Deploy Geometric's Dfx Technology
- Won a Mechanical Design Services contract for a leading Wind Energy OEM
- Won a major fixed price 3-year contract for engineering services

**About Geometric:**

Geometric is a specialist in the domain of engineering solutions, services and technologies. Its portfolio of Global Engineering services, Product Lifecycle Management (PLM) solutions, Embedded System solutions, and Digital Technology solutions enables companies to formulate, implement, and execute global engineering and manufacturing strategies aimed at achieving greater efficiencies in the product realization lifecycle.

Listed on the Bombay and National stock exchanges in India, the company recorded consolidated revenues (under Indian GAAP) of Rupees 12.33 billion (US Dollars 188.49 million) for the year ended March 2016. It employs over 4800 people across 14 global delivery locations in the US, France, Germany, Romania, India, and China. Geometric has been assessed at Maturity Level 3 for CMMI 1.3-Development and CMMI 1.3-Services for its Software and Engineering Services business units and is ISO 9001:2008 certified for engineering operations. The company's operations are also ISO 27001:2005 certified.

**For more information, please contact:**

**Niti Bajpai**

+91.20.40283139

[niti.bajpai@geometricglobal.com](mailto:niti.bajpai@geometricglobal.com)

## **Note from the MD's Desk**

This is in all probability the last note I shall be writing as the Managing Director of Geometric. It has been an eventful year, which started with the announcement of the sale of Geometric to HCL and Dassault Systemes for Geometric business and 3DPLM respectively.

As we move to integrating Geometric into HCL Tech and 3DPLM into Dassault Systemes, all Geometricians (Both in Geometric and in 3DPLM) can be proud that we will deliver capabilities comparable to global 'best in class' in the field of PLM and related areas. Our customers in the verticals we serve are leaders in their field. They value us for our expertise, our ability to deliver complex solutions, our flexible approach and the competent, personable people who interact with them.

In Geometric, the last twelve months has seen an almost 50% decline in quarterly revenue from a company which used to be our largest customer; despite this we have managed to grow our revenues through increased activity in other verticals. Also during this period we have improved our profitability by driving efficiencies in operations, sales and overheads such that this quarter our PBT was more than 60% higher than the comparable quarter last year. Our sustainable EBITDA margins are now around 20% making them best in class amongst our peers.

Our employees are looking forward to the opportunities that being a part of a larger operation will bring. Attrition in Geometric is around 11.5% annualized. Most of our customers are leaders in their field. They too are looking forward to benefiting from the wider range of services that HCL Tech can offer. Indeed we have already started a few pilots where Geometric employees work under sub contract to HCL customers and vice versa, some of these at the request of customers!

In 3DPLM, employees are pleased that Geometric management found a solution, which will enable them to take bigger roles in core R&D of Dassault Systemes (DS). DS is delighted to get almost 2000 dedicated, highly trained and competent people who will enable them to further accelerate their ability to bring innovative products to the market. Moreover they get a well-established corporate structure that is governed by sound principles aligned with global best in class.

Thus it is with 'heads held high' Geometric enters its final quarter. Our revenues (excluding 3DPLM) are at US 36.86 Million (IND-AS) with profit before tax at a shade under ₹ 50 crores or almost 20% of revenues. Our shareholders, who have been incredibly patient, have been rewarded with returns of approximately 60% year on year. I therefore take this opportunity to thank all of you who have followed our story over 22 years we have been in existence, the employees, both current and past, who helped us to grow and establish a brand in PLM and engineering that is well respected through out

the world. I also need to acknowledge the tremendous role our customers have played in shaping our destiny, their faith in us as we endeavored to Build Partnerships to help them in achieving their goals. They helped us build the Company and I hope they can enjoy continued success with the respective entities. I specifically acknowledge Dassault Systemes's support to Geometric as their JV partner in tough times.

Finally on a personal note. I sincerely believe the challenge before the Indian IT Industry is the changing landscape. Multinationals of all hues have established their centers in India thus eroding the cost advantage that India based companies used to have. Furthermore the market has changed in that the cost driven approach on IT is moving more towards value, time to market and innovation. This means the 'front end' is becoming more important which is where established western companies have an advantage. The RFP (if there is one) is often driven by what value can one bring rather than what cost can one can save. Cost of course remains an important factor in the 'value' equation, but no longer the dominant one. So as I leave the post of being the CEO of a small sized company, albeit a market leader in its field, I wish my successors in HCL Tech and DS, all the best in leveraging the legacy of Geometric.

Thank You too to all of you who read this.

Ciao

Sincerely

A handwritten signature in blue ink, appearing to read 'Manu Parpia', with a long horizontal stroke extending to the right.

Manu Parpia  
Managing Director & CEO