

**Date: May 23, 2018**

**To,**

The National Stock Exchange India Ltd. Listing Department Exchange Plaza Bandra Kurla Complex Bandra (East) <b><u>Mumbai 400 051</u></b>	<b>The General Manager</b> The Corporate Relation Department BSE Limited Phiroza Jeejeebhoy Towers 14 <sup>th</sup> Floor, Dalal Street <u>Mumbai 400 001</u>
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Dear Sir/ Madam,

**Sub: OUTCOME OF THE BOARD MEETING HELD ON MAY 22, 2018.**

1. Please find enclosed herewith the Audited Standalone and Consolidated Financial Result for the quarter and Year ended March 31, 2018, Auditors Report and the Press Release for FY 2017-18 of CARE Ratings Limited (Formerly known as Credit Analysis and Research Limited) as per the requirement of Regulation 30 and Para A of Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
2. The Board of Directors has recommended, subject to the approval of shareholders a final dividend of Rs.37/- per equity share of face value of Rs.10 each for the Financial Year 2017-18, of which Rs.12/- in the normal course and balance Rs.25/- as a special dividend to mark the celebration of successful completion of 25 years.
3. Mr. Mahendra Naik, Company Secretary & Compliance Officer has resigned from the position of Company Secretary & Compliance Officer. The Nomination & Remuneration Committee and the Board of Directors at their respective meetings accepted his resignation.
4. Further, the Board of Directors on the recommendation of the Nomination and Remuneration Committee appointed Mr. Anandghan S. Bohra, a member of The Institute of Company Secretaries of India (Membership No. ACS A13941) as a Company Secretary of the Company w.e.f May 22, 2018. He will be also acting as a Compliance Officer of the Company as required under Regulation 6 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and for all the other applicable laws of the company.

**CARE Ratings Limited**  
(Formerly known as Credit Analysis & Research Limited)

5. The Board of Directors on the recommendation of the Nomination and Remuneration Committee appointed Mr. Adesh Gupta (DIN: 00020403) as an Additional Director (Independent). Further, in terms of clause 7 of SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015 we would like to inform you that Mr. Adesh Gupta is a member of The Institute of Chartered Accountants of India (ICAI) and is also an Independent Director in Zee Entertainment Enterprise Ltd, Essel Mutual Fund, besides some entities of Aditya Birla Group and other companies. He has been appointed as an Additional Director (Independent) w.e.f. May 22, 2018 and he is not related to any other director of the Company.
  
6. The meeting of the Board of Directors of the Company commenced at 12.30 p.m. on May 22, 2018 and concluded at 12.55 a.m. on May 23, 2018

Please take note of the above.

Thanking you,

Yours faithfully,

**For CARE Ratings Limited**  
**(Formerly known as Credit Analysis**  
**and Research Limited)**



**Chandresh Shah**  
**Chief Financial Officer**

Statement of Standalone and Consolidated Audited Financial Results for the year ended March 31, 2018

SN	Particulars	Standalone					Consolidated	
		3 Months ended March 31, 2018	3 Months ended December 31, 2017	3 Months ended March 31, 2017	Year ended March 31, 2018	Year ended March 31, 2017	Year ended March 31, 2018	Year ended March 31, 2017
		Audited (Refer Note 11)	Unaudited	Audited (Refer Note 4 & 11)	Audited	Audited (Refer Note 4)	Audited	Audited (Refer Note 4)
I	Revenue from Operations (Refer Note 5)	9,444.42	7,481.61	7,638.26	32,161.00	28,047.96	33,268.41	28,743.19
II	Other Income	787.01	465.17	667.95	2,527.23	3,408.33	2,546.66	3,367.01
III	<b>TOTAL INCOME (I + II)</b>	<b>10,231.43</b>	<b>7,946.78</b>	<b>8,306.21</b>	<b>34,688.23</b>	<b>31,456.29</b>	<b>35,815.06</b>	<b>32,110.20</b>
IV	<b>EXPENSES</b>							
	Employee Benefits Expense	2,454.52	2,211.88	1,777.98	8,221.29	6,693.82	8,890.96	7,260.37
	Depreciation and Amortisation Expense	57.24	79.37	76.12	296.14	314.19	314.91	339.34
	Other Expenses	1,232.18	633.62	1,223.79	2,995.45	2,742.18	3,301.27	3,261.88
	<b>TOTAL EXPENSES (IV)</b>	<b>3,743.94</b>	<b>2,924.87</b>	<b>3,077.89</b>	<b>11,512.88</b>	<b>9,750.19</b>	<b>12,507.14</b>	<b>10,861.59</b>
V	<b>Profit before Exceptional Items and Tax (III)-(IV)</b>	<b>6,487.49</b>	<b>5,021.91</b>	<b>5,228.32</b>	<b>23,175.35</b>	<b>21,706.10</b>	<b>23,307.92</b>	<b>21,248.61</b>
VI	Exceptional Items	-	-	-	-	-	-	-
VII	<b>Profit before Tax Expenses (V - VI)</b>	<b>6,487.49</b>	<b>5,021.91</b>	<b>5,228.32</b>	<b>23,175.35</b>	<b>21,706.10</b>	<b>23,307.92</b>	<b>21,248.61</b>
VIII	Tax Expenses:							
	Current Tax	2,585.60	1,298.17	1,542.18	7,806.63	6,345.41	7,851.29	6,349.76
	Deferred Tax	(90.15)	(4.44)	56.01	(734.04)	135.61	726.07	137.21
	<b>Total Tax Expense</b>	<b>2,495.45</b>	<b>1,293.73</b>	<b>1,598.19</b>	<b>7,072.59</b>	<b>6,481.02</b>	<b>8,577.36</b>	<b>6,486.97</b>
IX	<b>Net Profit for the period (VII - VIII)</b>	<b>3,992.04</b>	<b>3,728.18</b>	<b>3,630.13</b>	<b>16,102.76</b>	<b>15,225.08</b>	<b>14,730.56</b>	<b>14,761.64</b>
	<b>Profit for the period attributable to:</b>							
	Non-Controlling interest	-	-	-	-	-	(7.14)	(2.59)
	Owners of the Parent	-	-	-	-	-	14,737.70	14,764.22
X	<b>Other Comprehensive Income</b>							
	A (i) Items that will not be reclassified to profit & Loss	537.89	37.31	(185.24)	532.88	(145.75)	535.66	(146.58)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(124.53)	(12.91)	36.64	(122.80)	33.02	(122.80)	33.02
	B (i) Items that will be reclassified to profit & Loss	-	-	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-	-	-
	<b>Other Comprehensive Income for the period</b>	<b>413.36</b>	<b>24.40</b>	<b>(148.60)</b>	<b>410.08</b>	<b>(112.73)</b>	<b>412.86</b>	<b>(113.56)</b>
	<b>Other Comprehensive Income for the period attributable to:</b>							
	Non-Controlling interest	-	-	-	-	-	-	-
	Owners of the Parent	-	-	-	-	-	412.86	(113.56)
XI	<b>Total Comprehensive Income for the period (IX + X)</b>	<b>4,405.40</b>	<b>3,752.58</b>	<b>3,481.53</b>	<b>16,512.84</b>	<b>15,112.35</b>	<b>15,143.42</b>	<b>14,648.08</b>
	<b>Total Comprehensive Income for the period attributable to:</b>							
	Non-Controlling interest	-	-	-	-	-	(7.14)	(2.59)
	Owners of the Parent	-	-	-	-	-	15,150.55	14,650.66
	Paid up Equity Share Capital (Face Value ₹ 10 per share)	2,946.12	2,946.12	2,946.12	2,946.12	2,945.12	2,946.12	2,945.12
	Other Equity	-	-	-	56,985.54	49,474.27	56,737.23	49,058.05
	<b>Earnings Per Equity Share (Face Value ₹ 10 each) (Not Annualised)</b>							
	Basic (₹)	13.55	12.65	12.33	54.10	51.73	49.49	50.16
	Diluted (₹)	13.55	12.65	12.32	54.10	51.70	49.49	50.13

Notes:

- The above results have been reviewed by the Audit Committee of the Board and approved by the Board of Directors of the Company at its meeting held on May 22, 2018.
- The Board of Directors have recommended final dividend of ₹ 37/- per share on face value of ₹ 10/- per share fully paid up (It comprises of ₹ 12/- normal dividend and Special dividend of ₹ 25/- to mark the celebration of successful completion of 25 years of operations of the Company).
- The audited consolidated results include results of CARE Ratings Limited (Formerly known as Credit Analysis & Research Limited) and its subsidiaries namely CARE Risk Solutions Private Limited (Formerly known as CARE Kalpyto Risk Technologies and Advisory Services Private Limited), CARE Advisory Research and Training Limited, CARE Ratings (Africa) Private Limited and CARE Ratings Nepal Limited.
- The Company adopted Indian Accounting Standards (Ind AS) from April 01, 2017. The figures for the quarter ended and year ended March 31, 2017 are also in compliance with Ind AS.

Reconciliation between Net Profit as reported under Previous Indian GAAP and Ind AS for the periods are as follows:

Particulars	Standalone			Consolidated
	3 Months ended March 31, 2017	Year ended March 31, 2017	Year ended March 31, 2017	Year ended March 31, 2017
<b>Net Profit as per Previous Indian GAAP</b>	3,844.82	15,150.98	14,736.18	14,736.18
<b>Adjustments:</b>				
Fair Value measurement of Investments through Profit and Loss A/c	(174.86)	107.05	68.86	68.86
Actuarial Gain / (Loss) on defined benefit plans transferred to Other Comprehensive Income	(52.81)	(5.25)	(4.43)	(4.43)
Derecognition of Lease Equalisation Reserve	(3.94)	(6.96)	(9.43)	(9.43)
Other Adjustments	(16.96)	(16.35)	(19.03)	(19.03)
Tax Impact on above adjustments	33.88	(4.39)	(10.52)	(10.52)
	<b>(214.68)</b>	<b>74.10</b>	<b>25.46</b>	<b>25.46</b>
<b>Net Profit for the period under Ind AS</b>	<b>3,630.14</b>	<b>15,225.08</b>	<b>14,761.64</b>	<b>14,761.64</b>

Reconciliation of Equity as reported under Previous Indian GAAP and Ind AS for the periods are as follows:

Particulars	Standalone		Consolidated
	Year ended March 31, 2017	Year ended March 31, 2017	Year ended March 31, 2017
<b>Equity as on March 31, 2017 under Previous Indian GAAP</b>	49,901.45	49,524.63	49,524.63
<b>Adjustments:</b>			
Fair Value measurement of Investments through Profit and Loss A/c	3,245.58	3,207.37	3,207.37
Derecognition of Lease Equalisation Reserve	28.92	28.92	28.92
Other Adjustments	(2.33)	4.82	4.82
Tax Impact on above adjustments	(754.23)	(762.57)	(762.57)
	<b>2,517.94</b>	<b>2,478.54</b>	<b>2,478.54</b>
<b>Equity as on March 31, 2017 under Ind AS GAAP</b>	<b>52,419.39</b>	<b>52,003.17</b>	<b>52,003.17</b>

- The Company recognizes portion of rating fee income commensurate with the efforts involved based on percentage completion method. During the period, the Company has reviewed efforts required for completion of various activities in the rating process. Based on review, the Company has changed its effort estimates for rating activities due to change in Regulations, Business-Mix and Technological Enhancements. Accordingly, the revenue recognized for the quarter ended on March 31, 2018 is lower by ₹ 195.87 Lakhs & for the year ended on March 31, 2018 is higher by ₹ 1861.87 Lakhs (For the quarter ended on December 31, 2017 is lower by ₹ 441.68 Lakhs).
- The Company has granted 500,000 options on January 01, 2014, to the eligible employees as per the Company's Employees Stock Option Scheme (ESOS) 2013 - Tranche 1. In the month of July 17, eligible employees have exercised 10,013 options and accordingly the Company has allotted 10,013 equity shares of ₹ 10 each at a premium of ₹ 607/- per share.
- The Company has granted 5,37,908 options on September 01, 2017, to the eligible employees as the Company's Employees Stock Option Scheme (ESOS) 2013 - Tranche 2. As per Ind AS 102 - Share Based Payment, Total Cost of ESOS 2013 - Tranche 2 will be charged over vesting period, accordingly ₹ 365.02 Lakhs and ₹ 864.90 Lakhs has been charged to Statement of Profit and Loss during the quarter and year ended March 31, 2018 respectively.



## 8 Statement of Assets &amp; Liabilities

(₹ in Lakhs)

		Standalone		Consolidated	
		As at	As at	As at	As at
		31-March-2018	31-March-2017	31-March-2018	31-March-2017
		(Audited)	(Audited)	(Audited)	(Audited)
<b>A</b>	<b>ASSETS</b>				
<b>1</b>	<b>Non Current Assets</b>				
	Property Plant and Equipment	5,086.73	5,237.34	5,109.38	5,264.53
	Intangible Assets	87.71	27.65	116.24	34.93
	Goodwill on consolidation	-	-	795.03	795.03
	Capital Work in Progress	-	7.46	-	7.46
	<b>Financial Assets</b>				
	Investments (Non Current)	27,921.35	10,333.28	25,548.45	8,092.58
	Loans	74.87	155.88	85.37	155.88
	Other Non Current Financial Assets	9.72	10.26	9.72	10.26
	Deferred Tax Assets (Net)	-	-	93.21	85.24
	Other Non-Current Assets	11.37	19.58	12.07	19.58
	<b>Sub Total Non-Current Assets</b>	<b>33,191.75</b>	<b>15,791.45</b>	<b>31,769.47</b>	<b>14,465.49</b>
<b>2</b>	<b>Current Assets</b>				
	<b>Financial Assets</b>				
	Investments (Current)	25,787.93	38,021.68	26,284.46	38,521.77
	Trade Receivables	3,718.10	2,319.08	3,924.01	2,530.05
	Cash and Cash Equivalents	2,358.67	1,126.50	2,856.90	1,347.32
	Bank Balances other than Cash and Cash Equivalents	50.64	54.41	59.91	62.41
	Loans	126.64	40.38	131.48	41.57
	Other Current Financial Assets	174.29	115.33	563.00	344.74
	Current Tax Assets (Net)	-	753.23	50.32	790.51
	Other Current Assets	177.41	349.52	221.93	397.58
	<b>Sub Total Non-Current Assets</b>	<b>32,393.68</b>	<b>42,780.13</b>	<b>34,092.01</b>	<b>44,035.95</b>
	<b>Total Assets</b>	<b>65,585.43</b>	<b>58,571.58</b>	<b>65,861.48</b>	<b>58,501.44</b>
<b>B</b>	<b>EQUITY AND LIABILITIES</b>				
<b>1</b>	<b>EQUITY</b>				
	Equity Share Capital	2,946.12	2,945.12	2,946.12	2,945.12
	Other Equity	56,985.54	49,474.27	56,737.23	49,058.05
	Non-Controlling interest	-	-	211.57	48.86
<b>II</b>	<b>LIABILITIES</b>				
<b>1</b>	<b>Non-Current Liabilities</b>				
	Borrowings	-	-	-	-
	Provisions	449.12	382.24	473.39	400.52
	Deferred Tax Liabilities (Net)	531.74	1,142.98	531.74	1,142.98
	<b>Sub Total Non-Current liabilities</b>	<b>980.86</b>	<b>1,525.22</b>	<b>1,005.13</b>	<b>1,543.50</b>
<b>2</b>	<b>Current Liabilities</b>				
	<b>Financial Liabilities</b>				
	Other Current Financial Liabilities	966.43	969.19	1,148.80	974.10
	Other Current Liabilities	2,972.68	3,474.92	3,058.33	3,739.10
	Provisions	421.65	182.86	427.01	192.70
	Current Tax Liability (Net)	312.15	-	327.29	-
	<b>Sub Total Current liabilities</b>	<b>4,672.91</b>	<b>4,626.97</b>	<b>4,961.43</b>	<b>4,905.90</b>
	<b>Total Equity and liabilities</b>	<b>65,585.43</b>	<b>58,571.58</b>	<b>65,861.48</b>	<b>58,501.44</b>

## 9 Segment Information based on Consolidated Financial results of the Group is as follows:

(₹ in Lakhs)

	Particulars	Year Ended	
		31-Mar-18	31-Mar-17
		(Audited)	(Audited)
<b>a</b>	<b>Segment Revenue</b>		
	Ratings and related services	31,957.87	27,842.73
	Others	1,310.54	900.47
	<b>Total Segmental Revenue</b>	<b>33,268.41</b>	<b>28,743.20</b>
	Less: Inter Segment Revenue	-	-
	<b>Total Income from Operations (Net)</b>	<b>33,268.41</b>	<b>28,743.20</b>
<b>b</b>	<b>Segment Results (Profit before Finance Costs and Tax)</b>		
	Ratings and related services	20,622.32	18,320.56
	Others	138.95	(396.07)
	<b>Total Segment Result</b>	<b>20,761.27</b>	<b>17,924.49</b>
	Less: Finance Costs	-	-
	Add: Other Un-allocable Income - net	2,546.65	3,324.11
	<b>Profit before Tax</b>	<b>23,307.92</b>	<b>21,248.61</b>
<b>c</b>	<b>Particulars</b>	<b>As on</b>	<b>As on</b>
		<b>31-Mar-18</b>	<b>31-Mar-17</b>
	<b>Segment Assets</b>		
	Ratings	12,377.59	10,342.93
	Others	855.94	759.62
	Unallocated Assets	52,627.94	47,398.88
	<b>Total</b>	<b>65,861.47</b>	<b>58,501.44</b>
	<b>Segment Liabilities</b>		
	Ratings	5,714.58	6,152.58
	Others	251.97	296.82
	<b>Total</b>	<b>5,966.55</b>	<b>6,449.40</b>



- 10 Previous year's/period's figures have been regrouped / rearranged wherever necessary to conform to the figures of the current period.
- 11 The figure for three months ended March 31,2018 and March 31,2017, are arrived at as a difference between audited figure in respect of the full financial year and the published figure upto nine month of the relevent financial year

**For and behalf of the Board of Directors**

**CARE Ratings Limited**

**(Formerly known as Credit Analysis & Research Limited)**



**Rajesh Mokashi**

**Managing Director & Chief Executive Officer**

**DIN:02781355**

Mumbai, May 22, 2018



Mumbai, 22<sup>nd</sup> May 2018

### Q4 -FY18 and FY18 Results

The Board of Directors of CARE Ratings Limited today approved the audited financial results for Q4-FY18 and FY18. The Board of Directors have recommended final dividend of Rs. 37/- per share (it comprises of Rs.12/- normal dividend and Special dividend of Rs.25/- to mark the celebration of successful completion of 25 years of operations of the Company) on face value of Rs. 10/- per share fully paid up

#### Highlights: Consolidated Results for FY18 vis-à-vis FY17

- Revenue from operation increases by 15.7%
- Total Income increased by 11.7%
- Operating profit increased by 15.3%

#### Highlights: Standalone Results for FY18 vis-à-vis FY17

- Rating Revenue increases by 14.5%
- Total Income increased by 10.3%
- Operating profit up by 12.9%, Operating profit margin at 64.2%
- Addition of 4,079 new clients in FY18
- 10,243 instruments rated during the quarter
- 25% increase in volume of fresh debt rated

#### Highlights: Standalone Results for Q4-FY18 vis-à-vis Q4-FY17

- Rating Revenue increases by 21.4%
- Total income increased by 23.2%
- Operating profit up by 25%, Operating profit margin at 60.4%
- Addition of 1,342 new clients in Q4FY18
- 3,547 instruments rated during the quarter
- 61.9% increase in volume of fresh debt rated

CARE Ratings consolidated Total Income for the year ended March 31, 2018, rose 15.7% to Rs.332.68 crore, compared with Rs.287.43 crore in the year ended March 2017.

CARE Ratings standalone Total Income for the year ended March 31, 2018, rose 10.3% to Rs.346.88 crore, compared with Rs. 314.56 crore in the year ended March 2017. Standalone net profit for the year rose 5% to Rs 159.80 crore, compared with Rs 152.25 crore in the corresponding previous year.

The performance of CARE Ratings was good with overall quantum of debt rated increasing by 25% from Rs 13.18 lkh crore to Rs 16.48 lkh crore in FY18 involving 10,243 instruments. This was brought about by an increase of 7.6% in bank loan ratings, 9.4% in long term debt rated

and 175.6% in short term debt rated. The short term debt rated was higher mainly due to the volume of commercial paper which in turn was supported by the new regulation of dual ratings for the same. This performance can be juxtaposed with the macro environment where the total number of debt market issuances was Rs 6.04 lakh crore as against Rs 6.70 lakh crore last year. Growth in bank credit to the sectors relevant for rating i.e. industry and services were 0.7% (-1.9%) and 13.8% (16.9%) respectively.

Total Expenses increased by mainly on account of ESOP charge of Rs.8.65 crore, increase in marketing teams and brand building exercise.

The healthy growth in revenues has resulted in Operating profit margin of 64.2% and Net profit margin of 46.1%.

The Board has announced final dividend of Rs 37/- per share (it comprises of Rs.12/- normal dividend and Special dividend of Rs.25/- to mark the celebration of 25<sup>th</sup> Anniversary of the Company). Together, with the final dividend amount which when combined with the interim dividend of Rs.6 /- per share for the previous three quarters cumulates to Rs. 55/- per share in the FY18.

Commenting on the results Rajesh Mokashi, MD & CEO, said, 'Compared with the macro indicators for FY18, we have done reasonably well in terms of expanding our business. There are signs of green shoots in the economy and we are sanguine of the investment cycle picking up.

**Contact:**

Rajesh Mokashi, MD & CEO 022-67543636

Chandresh Shah, CFO 022-67543603

**ABOUT US**

*CARE Ratings (until recently called Credit Analysis and Research Limited), is the second largest full service rating Company in India\*. CARE Ratings offers a wide range of rating and grading services across a diverse range of instruments and has completed 25 years of rating of debt instruments and related obligations covering wide range of sectors. The Company's list of clients includes banks and other financial institutions, private sector companies, central public sector undertakings, sub-sovereign entities, small and medium enterprises ("SMEs") and microfinance institutions, among others. The Company also provides issuer ratings and corporate governance ratings and has rated innovative debt instruments, such as perpetual bonds. CARE Ratings is recognized for being knowledge based Company and has continued to work towards deepening the base.*

*The company has a subsidiary CARE (Ratings) Africa Private Limited (CRAF) in Mauritius and CARE Ratings Nepal Limited in Nepal. The company have two wholly owned subsidiaries in Mumbai, India namely CARE Risk Solutions Private Limited (Formerly known as CARE Kalypto Risk Technologies and Advisory Services Private Limited) and CARE Advisory Research & Training Limited. The Company has its registered office in Mumbai, and branches in Ahmedabad, Bengaluru, Chandigarh, Chennai, Coimbatore, Hyderabad, Jaipur, Kolkata, New Delhi, and Pune.*

*\* In terms of rating income FY17*

# Khimji Kunverji & Co

Chartered Accountants (Registered)



To,  
Board of Directors of  
CARE Ratings Limited (formerly known as 'Credit Analysis and Research Limited')

We have audited the accompanying standalone financial results of CARE Ratings Limited (formerly known as 'Credit Analysis and Research Limited') ('the Company') for the quarter and year ended March 31, 2018 ('the Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Attention is drawn to the fact that the figures for the quarter ended March 31, 2018 and the corresponding quarter ended in the previous year as reported in these standalone financial results are the balancing figures between audited figures in respect of the full financial year and the published year to date figures up to the end of the third quarter of the current and previous financial year respectively. Also, the figures up to the end of the third quarter of the respective financial year had only been reviewed and not subjected to an audit.

These quarterly and year to date standalone financial results have been prepared on the basis of the reviewed standalone financial results up to the end of the third quarter and audited annual standalone financial statements respectively, 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 standalone financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (Ind AS), 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 misstatements. 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 and year to date standalone financial results:

- (a) 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
- (b) give a true and fair view of the financial performance including other comprehensive income and other financial information for the quarter and year ended March 31, 2018

For Khimji Kunverji & Co.  
Chartered Accountants  
Firm's Registration No: 105146W

**Gautam V Shah**  
Partner (F-117348)  
Mumbai  
May 22, 2018







To,  
Board of Directors of  
CARE Ratings Limited (formerly known as 'Credit Analysis and Research Limited')

We have audited the accompanying consolidated financial results of CARE Ratings Limited (formerly known as 'Credit Analysis and Research Limited') ('the Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for year ended March 31, 2018 ('the Statement'), 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 consolidated financial results have been prepared on the basis of the audited annual consolidated financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (Ind AS), 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 misstatements. 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.

We did not audit the financial statements of CARE Advisory Research & Training Limited, a subsidiary whose financial statements reflect total assets of Rs 534.32 Lac as at March 31, 2018 and total revenues of Rs 189.16 Lac for the year ended on that date, as considered in the consolidated financial results. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditor. Our opinion is not modified in respect of this matter.

We did not audit the financial statements of CARE Ratings (Africa) Private Limited and CARE Ratings (Nepal) Limited, subsidiary companies incorporated in Mauritius & Nepal respectively, whose financial statements reflect total assets of Rs 501.44 Lac as at March 31, 2018 and total revenues of Rs 146.89 Lac for the year ended on that date, as considered in the consolidated financial results. These financial statements have been audited by the other auditor as per the requirement of the applicable accounting standards of the respective countries and have been converted as per the requirements of Ind AS by the management. Our opinion, in so far as it relates to the amounts included in respect of these subsidiaries, is based solely on the report of the other auditors and management certified IndAS financial statements and adjustments thereto. Our opinion is not modified in respect of this matter.



# Khimji Kunverji & Co

(Registered)

Chartered Accountants



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 consolidated financial results:

(a) include the following entities:

Name of the Entity	Relationship
CARE Risk Solutions Private Ltd. (Previously known as CARE Kalypto Risk Technologies & Advisory Services Pvt. Ltd.)	Wholly Owned Subsidiary
CARE Advisory Research and Training Limited	Wholly Owned Subsidiary
CARE Ratings (Nepal) Limited	Subsidiary
CARE Ratings (Africa) Private Limited	Subsidiary

- (b) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated July 05, 2016 in this regard; and
- (c) give a true and fair view of the financial performance including other comprehensive income and other financial information for the year ended March 31, 2018.

For Khimji Kunverji & Co.

Chartered Accountants

Firm's Registration No: 105146W

Gautam V Shah  
Partner (F-117348)



Mumbai  
May 22, 2018

## Annexure 1

# Adesh Gupta

### Career Highlights

**Work Experience:** Over three and a half decade of experience working exclusively with the Aditya Birla Group out of which last 15-20 years in various senior leadership roles, last one being the Whole time Director and CFO of Grasim and Director – UltraTech, in the capacity as Business. Have been associated with different businesses / companies of the group including Grasim, UltraTech, Aditya Birla Nuvo, Pulp & Fiber Birla Global Finance and Indian Rayon.

Presently, Managing a business consultancy partnership ProBizAdvisor and Business Excellence LLP for last one and half year. The firm is focused on Business and Finance Excellence. The other partners include with two other senior professionals –Mr Anand Rathi and Mr. Sanjeev Bafna.

Independent Director in Zee Entertainment Enterprise Ltd, Essel Mutual Fund, besides Some Entities of Aditya Birla Group and other companies.

I am also Insolvency Professional registered in Insolvency and Bankruptcy Code.

### Professional Experience

<b>May 2009 – June 2015</b>	<b>Grasim Industries</b> – CFO and Whole time Director ( A Viscose Staple Fiber , Chemical and Cement Major) <b>UltraTech Cements</b> - Director ( UltraTech is a subsidiary of Grasim Industries) <b>Global Pulp and Fiber Business</b> – CFO
<b>1999 – May 2009</b>	<b>Aditya Birla Nuvo</b> – Joined as CFO, and promoted as Whole Time Director in 2005. Company is inter alia diversified in VSF, Fertilizer, Carbon Black, Insulators, Garments, Financial services, Textiles and promoter of Telecom, IT and ITES businesses.
<b>1991 – 1997</b>	<b>Birla Global Finance Ltd. (BGFL)</b> Instrumental in Creation & Management of BGFL as Joint President
<b>1979 – 1994</b>	<b>Joined Indian Rayon</b> (now Aditya Birla Nuvo, including overlapping job in Birla Global Finance Ltd.) and moved as Sr. Vice President before transfer to BGFL). Setting the corporate Finance Division for the first time in Aditya Birla Group.

### Key Accomplishments

<b>Mergers and Acquisitions</b>	<ul style="list-style-type: none"><li>• Creation of Renewed UltraTech with Demerger of cement</li><li>• Mega Merger of Indian Rayon, Indo Gulf and Birla Global Finance and creation of Aditya Birla Nuvo Ltd.</li><li>• Acquisition of Pulp Mill in Canada and Sweden</li></ul>
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	<ul style="list-style-type: none"> <li>• Acquisition of Garments business from Madura Coats (now Madura Garments).</li> <li>• Acquisition of Software and BPO Company (PSI and Minacs)</li> <li>• Planning and buying stake from the erstwhile partners in Idea ( AT&amp;T and Tata)</li> </ul>
<b>Major Role in Financial Services Business</b>	<ul style="list-style-type: none"> <li>• Setting up of NBFC – Birla Global Finance</li> <li>• Setting up of Mutual fund, Insurance and broking businesses</li> <li>• Partnership in Mutual Fund with Capital Group and subsequent sale to Sunlife.</li> <li>• Partnership with Sunlife for Insurance business.</li> </ul>
<b>Restructuring</b>	<ul style="list-style-type: none"> <li>• Divestment of Vikram Ispat to Welspun</li> <li>• Partnership with NGK of Japan for insulator and repurchase of the stake</li> <li>• Closing Down the ailing Seawater Business</li> </ul>
<b>Business operations and review</b>	<ul style="list-style-type: none"> <li>• Member of Core Committee for Pulp and Fibre Business</li> <li>• Besides the direct businesses of the company – also part of review of International Trading and Textile businesses</li> </ul>
<b>Finance Function activities</b>	<ul style="list-style-type: none"> <li>• Treasury ( funds raising including GDRs and Mega Issues and Deployment) including buy back</li> <li>• Leading Investors Relationship</li> <li>• Setting up and Maintaining Corporate Finance office including Tax and Insurance Management information, Corporate and Business Planning budgeting and monitoring, Internal Controls and Corporate Law</li> <li>• Specialize in Laying down systems and processes</li> </ul>

#### Awards & Accolades

- Recognized as Best CFO by the Institute of Chartered Accountants, IMA, Business Today
- Recipient of Chairman’s Outstanding Business Leader Award in Aditya Birla Group.

#### Membership & Certifications

- Was Member NACAS as representative of FICCI
- Member of committees constituted by the Institute of Chartered Accountants of Indi