



**Mindteck (India) Limited**  
(CIN: L30007KA1991PLC039702)  
AMR Tech Park, Block 1, 3rd Floor  
#664, 23/24, Hosur Road, Bommanahalli  
Bengaluru - 560068. India  
Tel: +91 80 4154 8000/4154 8300  
Fax: +91 80 4112 5813  
www.mindteck.com

Ref: MT/SSA/2017-18/05  
May 22, 2017

Scrip Code: '517344'  
Symbol: "Mindteck"

<b>To,</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	<b>To,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051
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Dear Sirs/Madam,

**Subject: Submission of Financial Results Pursuant to Regulation 33 and Outcome of Board Meeting Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 held on May 22, 2017.**

We would like to inform you that the Board of Directors of the Company has approved the Audited Financial Statements for the Quarter and Year ended March 31, 2017 at its meeting held on May 22, 2017.

Further we would like to intimate that Board of Directors have:

1. Recommended Dividend of 10% (₹ 1 per equity share of ₹ 10 each) for the FY 2016-17.
2. Granted 9,600 ESOP under Mindteck Employee Stock Option Scheme 2005 to eligible employees at ₹ 81.55 being the closing price of the previous day in BSE Limited.


Please find the enclosed:

1. Audited Standalone Financial Results for the Year ended March 31, 2017.
2. Audited Consolidated Financial Results of the Company and its Subsidiaries for the Year ended March 31, 2017.
3. Copy of Statutory Auditor's Report for Standalone Financial Results for the Year ended March 31, 2017 along with Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. Copy of Statutory Auditor's Report for Consolidated Financial Results for the Year ended March 31, 2017 along with Declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. Copy of press Release

You are requested to take the above intimation on record and acknowledge.

Thanking you,

Yours Truly,  
For Mindteck (India) Limited

  
Shivarama Adiga S.  
VP, Legal and Company Secretary



MINDTECK (INDIA) LIMITED						
A.M.R TECH PARK, BLOCK I, 3RD FLOOR, # 664, 23/24, HOSUR MAIN ROAD BOMMANAHALLI, BANGALORE 560 068						
AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2017						
<i>(Rs in lacs, except as otherwise stated)</i>						
Sl. No.	Particulars	Quarter ended			Year ended	
		31-Mar-2017	31-Dec-2016	31-Mar-2016	31-Mar-2017	31-Mar-2016
		Audited (Note 1)	Unaudited (Note 1)	Audited (Note 1)	Audited	Audited
1	Income from operations	2,118.35	1,992.73	2,549.16	8,363.82	8,664.62
2	Expenses					
	a) Employee benefit expense	1,356.57	1,403.18	1,407.75	5,567.39	5,127.41
	b) Cost of technical sub-contractors	25.43	44.97	43.73	157.06	169.40
	c) Depreciation and amortisation expense	28.50	30.09	39.07	140.03	156.24
	d) Other expenses	552.76	465.72	902.33	1,895.48	2,075.87
	<b>Total expenses</b>	<b>1,963.27</b>	<b>1,943.96</b>	<b>2,392.88</b>	<b>7,759.96</b>	<b>7,528.92</b>
3	Profit from operations before other income, finance costs and exceptional items (1 - 2)	155.08	48.77	156.28	603.86	1,135.70
4	Other income	50.19	49.22	58.85	220.23	221.32
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	205.27	97.99	215.13	824.09	1,357.02
6	Finance costs	1.52	2.09	1.95	7.03	4.95
7	Profit from ordinary activities after finance costs but before exceptional items (5 - 6)	203.75	95.90	213.18	817.06	1,352.07
8	Exceptional items	-	-	-	-	-
9	Profit from ordinary activities before tax (7 - 8)	203.75	95.90	213.18	817.06	1,352.07
10	Tax expense	58.51	29.62	85.23	273.71	531.91
11	Net Profit from ordinary activities after Tax (09 - 10)	145.24	66.28	127.95	543.35	820.16
12	Extraordinary items	-	-	-	-	-
13	Net Profit for the period (11 - 12)	145.24	66.28	127.95	543.35	820.16
14	Paid-up equity share capital (face value of Rs 10 each) (Note 3 and 4)	2,538.39	2,531.41	2,517.31	2,538.39	2,517.31
15	Reserves	15,284.21	15,125.16	14,683.55	15,284.21	14,683.55
16	Earnings per share (Note 3 and 4)					
	Basic EPS (in Rs.)	0.60	0.27	0.52	2.19	3.27
	Diluted EPS (in Rs.)	0.56	0.26	0.49	2.11	3.19

**Notes to standalone financial results for the quarter and year ended March 31, 2017**

- The above financial results of the Company have been reviewed by the Audit Committee and thereafter approved by the Board of Directors in their meeting held on May 22, 2017. The Company's Statutory Auditors have carried out the audit of the standalone financial results for the year ended March 31, 2017, pursuant to Regulation 33 of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015. An unqualified report has been issued by them thereon. Figures of the quarters ended March 31, 2017 and March 31, 2016 are the balancing 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 relevant financial year. Also, the figures up to the end of the third quarter were only reviewed and not subject to audit.
- Effective January 01, 2015, Mindteck Employees Welfare Trust has been deconsolidated subsequent to the SEBI (Share Based Employee Benefits) Regulations, issued on October 28, 2014.
- Number of shares issued upon exercise of stock options by employees is 69,766 for the quarter ended March 31, 2017 and 210,794 for the year ended March 31, 2017.
- EPS for the quarter is not annualised.
- Segmental reporting:

<i>(Rs in lacs, except as otherwise stated)</i>					
Particulars	Quarter ended			Year ended	
	31-Mar-2017	31-Dec-2016	31-Mar-2016	31-Mar-2017	31-Mar-2016
	Audited (Note 1)	Unaudited (Note 1)	Audited (Note 1)	Audited	Audited
<b>Segment revenue</b>					
- Software services	1,904.66	1,732.58	2,434.45	7,542.58	8,252.62
- IT- enabled services	213.69	260.15	114.71	821.24	412.00
<b>Income from operations</b>	<b>2,118.35</b>	<b>1,992.73</b>	<b>2,549.16</b>	<b>8,363.82</b>	<b>8,664.62</b>
<b>Segment results (profit before tax and interest from each segment)</b>					
- Software services	723.01	581.53	916.92	2,948.03	3,820.43
- IT- enabled services	120.56	149.49	51.84	439.07	180.77
<b>Total</b>	<b>843.57</b>	<b>731.02</b>	<b>968.76</b>	<b>3,387.10</b>	<b>4,001.20</b>
<b>Unallocable</b>					
- Interest	1.52	5.51	1.95	7.03	4.95
- Expenditure	688.50	678.83	812.48	2,783.26	2,865.51
- Other income	(50.20)	(49.22)	(58.85)	(220.24)	(221.32)
<b>Profit / (loss) before tax</b>	<b>203.75</b>	<b>95.90</b>	<b>213.18</b>	<b>817.05</b>	<b>1,352.07</b>
<b>Segment Assets</b>					
- Software services (sundry debtors)	1,578.82	1,326.32	1,388.99	1,578.82	1,388.99
- IT enabled services (sundry debtors)	71.04	72.46	48.56	71.04	48.56
<b>Total</b>	<b>1,649.86</b>	<b>1,398.78</b>	<b>1,437.55</b>	<b>1,649.86</b>	<b>1,437.55</b>
<b>Unallocable assets</b>					
Total	17,988.38	17,902.53	17,980.71	17,988.38	17,980.71
<b>Total</b>	<b>19,638.24</b>	<b>19,301.31</b>	<b>19,418.26</b>	<b>19,638.24</b>	<b>19,418.26</b>

**Note on Segment Information**

**Primary Segments**

The Company's operations predominantly relate to providing software services and IT-enabled services. Accordingly, revenues represented along software services and IT-enabled services comprise the primary segmental information. Certain expenses are specifically not allocable to individual segments as the underlying services are used interchangeably, and accordingly expenses are separately disclosed as unallocable.

**Segmental Capital Employed**

Segregation of certain assets, liabilities, depreciation and other non-cash expenses into various primary segments has not been carried out as the assets are used interchangeably between segments. Accordingly, assets other than sundry debtors are disclosed as unallocable and no disclosure relating to segmental liability has been made.

- 6 Information on investor complaints pursuant to Regulation 33 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended March 31, 2017:

Nature of Investor complaints	Opening balance	Additions	Disposal	Closing balance
Nil	Nil	Nil	Nil	Nil

- 7 Statement of assets and liabilities as at March 31, 2017 is given below: (Rs in lacs, except as otherwise stated)


Particulars	As at 31-Mar-2017 Audited	As at 31-Mar-2016 Audited
<b>EQUITY AND LIABILITIES</b>		
<b>Shareholder's funds</b>		
Share capital	2,538.39	2,517.31
Reserves and surplus	15,284.21	14,683.55
<b>Sub-total - shareholder's funds</b>	<b>17,822.60</b>	<b>17,200.86</b>
<b>Share application money pending allotment</b>		
	75.66	75.66
<b>Non-Current liabilities</b>		
Other long term liabilities	20.21	20.21
Long-term provisions	252.65	206.72
<b>Sub-total - non-current liabilities</b>	<b>272.86</b>	<b>226.93</b>
<b>Current liabilities</b>		
Short term borrowings	100.68	-
Trade payables	596.94	893.84
Other current liabilities	301.22	225.74
Short term provisions	468.28	795.23
<b>Sub-total - current liabilities</b>	<b>1,467.12</b>	<b>1,914.81</b>
<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>19,638.24</b>	<b>19,418.26</b>
<b>ASSETS</b>		
<b>Non-current assets</b>		
<b>Fixed assets</b>		
Tangible assets	155.03	246.74
Intangible assets	63.26	42.28
Capital work in progress	37.21	-
Non-current investments	12,312.91	12,312.91
Deferred tax assets (net)	162.75	138.28
Long-term loans and advances	1,425.78	1,578.90
Other non-current assets	26.30	30.19
<b>Sub-total - non-current assets</b>	<b>14,183.24</b>	<b>14,349.30</b>
<b>Current assets</b>		
Trade receivables	1,649.86	1,437.55
Cash and bank balances	2,546.38	3,040.60
Short term loans and advances	724.02	239.75
Other current assets	534.74	351.06
<b>Sub-total - current assets</b>	<b>5,455.00</b>	<b>5,068.96</b>
<b>TOTAL - ASSETS</b>	<b>19,638.24</b>	<b>19,418.26</b>

- 8 The Board of Directors at its meeting held on May 22, 2017 have recommended dividend of 10% (Re 1 per equity share of par value Rs 10 each) for the year ended March 31, 2017.

- 9 Previous period/year figures have been reclassified/ regrouped to confirm with current period/year presentation, wherever applicable.

For and on behalf of the Board of Directors,

  
Yusuf Lanewala  
Chairman

  
Sanjeev Kathpala  
CEO and Managing Director

Place: Bangalore  
Date: May 22, 2017





**MINDTECK (INDIA) LIMITED**  
**A.M.R TECH PARK, BLOCK 1, 3RD FLOOR, # 664, 23/24, HOSUR MAIN ROAD**  
**BOMMANAHALLI, BANGALORE 560 068**

**AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2017**

*(Rs in lacs, except as otherwise stated)*

Sl. No.	Particulars	Quarter ended			Year ended	
		31-Mar-2017	31-Dec-2016	31-Mar-2016	31-Mar-2017	31-Mar-2016
		Audited (Note 1)	Unaudited (Note 1)	Audited (Note 1)	Audited	Audited
1	Income from operations	8,669.84	8,629.81	7,935.66	34,165.64	31,162.97
2	Expenses					
	a) Employee benefit expense	5,517.47	5,828.51	4,858.42	22,190.26	19,849.41
	b) Cost of technical sub-contractors	1,760.44	1,786.68	1,419.55	6,965.25	5,700.22
	c) Depreciation and amortisation expense	36.14	37.75	45.73	170.04	181.83
	d) Other expenses	972.89	878.16	1,326.78	3,508.29	3,545.06
	Total expenses	8,286.94	8,531.10	7,650.48	32,833.84	29,276.52
3	Profit from operations before other income, finance costs and exceptional items (1 - 2)	382.90	98.71	285.18	1,331.80	1,886.45
4	Other income	52.58	47.16	69.15	224.95	224.08
5	Profit from ordinary activities before finance costs and exceptional items (3 + 4)	435.48	145.87	354.33	1,556.75	2,110.53
6	Finance costs	6.59	11.41	8.12	37.45	32.36
7	Profit from ordinary activities after finance costs but before exceptional items (5 - 6)	428.89	134.46	346.21	1,519.30	2,078.17
8	Exceptional items	-	-	-	-	-
9	Profit from ordinary activities before tax (7 - 8)	428.89	134.46	346.21	1,519.30	2,078.17
10	Tax expense	10.22	61.12	133.83	276.86	(514.56)
11	Net Profit from ordinary activities after Tax (09 - 10)	418.67	73.34	212.38	1,242.44	2,592.73
12	Extraordinary items	-	-	-	-	-
13	Net Profit for the period (11 - 12)	418.67	73.34	212.38	1,242.44	2,592.73
14	Paid-up equity share capital (face value of Rs 10 each) (Note 3 and 4)	2,496.79	2,489.81	2,475.71	2,496.79	2,475.71
15	Reserves excluding Revaluation Reserves as per balance sheet	17,405.59	17,223.82	16,377.02	17,405.59	16,377.02
16	Earnings per share (Note 3 and 4)					
	Basic EPS (in Rs.)	1.68	0.30	0.86	5.00	10.50
	Diluted EPS (in Rs.)	1.61	0.29	0.80	4.81	10.25

**Notes to consolidated financial results for the quarter and year ended March 31, 2017**

- The above consolidated financial results of the Company have been reviewed by the Audit Committee and thereafter approved by the Board of Directors in their meeting held on May 22, 2017. The Company's Statutory Auditors have carried out the audit of the consolidated financial results for the year ended March 31, 2017, pursuant to Regulation 33 of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015. An unqualified report has been issued by them thereon. Figures of the quarters ended March 31, 2017 and March 31, 2016 are the balancing 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 relevant financial year. Also, the figures up to the end of the third quarter were only reviewed and not subject to audit.
- The above consolidated financial results of the Company include the financial results of its wholly owned subsidiaries including step subsidiaries - Mindteck Inc., Mindteck Singapore Pte Ltd., Mindteck Solutions Philippines Inc., Mindteck UK Limited, Mindteck Netherlands BV, Mindteck Germany GmbH, Mindteck Middle East Limited SOC, Mindteck Software Malaysia SDN BHD, Chendle Holdings Ltd. and Mindteck Employees Welfare Trust.
- The Company has consolidated the financial statements of the Mindteck Employees Welfare Trust ('the Trust') with that of its consolidated financial statements to comply with the requirements of SEBI (ESOS and ESPS) Guidelines 1999. As a result, the Company's paid up equity shares stand reduced by 416,000 shares as on March 31, 2017. To give effect to the consolidation of the Trust, Rs 41.6 lacs has been reduced from equity share capital, Rs 362.4 lacs has been reduced from securities premium account and Rs 24.01 lacs has been adjusted in reserves. The shares held by the Trust were reduced from outstanding number of shares for computation of basic EPS of the Company.
- Number of shares issued upon exercise of stock options by employees is 69,766 for the quarter ended March 31, 2017 and 210,794 for the year ended March 31, 2017.
- EPS for the quarter is not annualised.
- Tax expense for the year ended 31 March, 2016 consists of Rs 1,151.28 lacs representing reversal of overseas tax provision for earlier years.

## 7 Financial Results (Standalone information)

(Rs in lacs, except as otherwise stated)

Particulars	Quarter ended			Year ended	
	31-Mar-2017	31-Dec-2016	31-Mar-2016	31-Mar-2017	31-Mar-2016
	Audited	Unaudited	Audited	Audited	Audited
	(Note 1)	(Note 1)	(Note 1)		
Revenues	2,118.35	1,992.73	2,549.16	8,363.82	8,664.62
Profit before tax and exceptional items	203.75	95.90	213.18	817.06	1,352.07
Profit after tax and exceptional items	145.24	66.28	127.95	543.35	820.16

## 8 Segmental reporting (Consolidated)

The Mindteck Group's operations predominantly relate to providing software services to external customers and providing IT-enabled services to consolidated subsidiaries within the Group. The Group considers business segment as the primary segment and geographical segment based on the location of customers as the secondary segment.

Since IT-enabled services are rendered to subsidiaries which are consolidated, the disclosure of a separate IT-enabled services segment as a separate primary segment is not applicable. The Group is therefore considered to constitute a single primary business segment and accordingly primary segment disclosures have not been presented.

The accounting principles consistently used in the preparation of the consolidated financial statements are also consistently applied to record income and expenditure in the individual segments.

## Geographical segments

(Rs in lacs, except as otherwise stated)

Revenue from external customers by location of customers	Quarter ended			Year ended	
	31-Mar-2017	31-Dec-2016	31-Mar-2016	31-Mar-2017	31-Mar-2016
	Audited	Unaudited	Audited	Audited	Audited
	(Note 1)	(Note 1)	(Note 1)		
- USA	6,071.13	6,270.67	5,191.22	24,267.49	21,280.83
- India	912.52	790.54	1,292.94	3,417.97	3,005.14
- Rest of the world	1,686.19	1,568.60	1,451.50	6,480.18	6,877.00
<b>Total</b>	<b>8,669.84</b>	<b>8,629.81</b>	<b>7,935.66</b>	<b>34,165.64</b>	<b>31,162.97</b>

(Rs in lacs, except as otherwise stated)

Carrying amount of segment assets by location of asset	As at	
	31-Mar-2017	31-Mar-2016
	Audited	Audited
- USA	6,813.80	5,970.80
- India	6,249.52	5,996.59
- Rest of the world	2,761.33	2,682.65
- Unallocated corporate asset - Goodwill on consolidation	8,481.33	8,481.32
<b>Total</b>	<b>24,305.98</b>	<b>23,131.36</b>

(Rs in lacs, except as otherwise stated)

Cost to acquire tangible and intangible fixed assets by location of assets	Year ended	
	31-Mar-2017	31-Mar-2016
	Audited	Audited
- USA	9.32	6.55
- India	69.30	35.39
- Rest of the world	12.45	7.47
<b>Total</b>	<b>91.07</b>	<b>49.41</b>

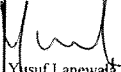

## 9 Information on investor complaints pursuant to Regulation 33 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended March 31, 2017:


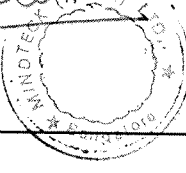
Nature of Investor complaints	Opening balance	Additions	Disposal	Closing balance
Nil	Nil	Nil	Nil	Nil

10 Statement of assets and liabilities as at March 31, 2017 is given below:		<i>(Rs in lacs, except as otherwise stated)</i>	
Particulars	As at 31-Mar-2017 Audited	As at 31-Mar-2016 Audited	
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholder's funds</b>			
Share capital	2,496.79	2,475.71	
Reserves and surplus	17,405.59	16,377.02	
<b>Sub-total - shareholder's funds</b>	<b>19,902.38</b>	<b>18,852.73</b>	
<b>Share application money pending allotment</b>	<b>75.66</b>	<b>75.66</b>	
<b>Non-Current liabilities</b>			
Other long term liabilities	20.21	20.21	
Long-term provisions	647.53	539.27	
<b>Sub-total - non-current liabilities</b>	<b>667.74</b>	<b>559.48</b>	
<b>Current liabilities</b>			
Short term borrowings	100.68	-	
Trade payables	1,468.03	1,630.82	
Other current liabilities	1,313.51	1,093.35	
Short term provisions	777.98	919.33	
<b>Sub-total - current liabilities</b>	<b>3,660.20</b>	<b>3,643.50</b>	
<b>TOTAL - EQUITY AND LIABILITIES</b>	<b>24,305.98</b>	<b>23,131.37</b>	
<b>ASSETS</b>			
<b>Non-current assets</b>			
<b>Fixed assets</b>			
Tangible assets	155.88	260.95	
Intangible assets	349.95	339.59	
Capital work in progress	37.21	-	
Goodwill on consolidation	8,481.33	8,481.32	
Deferred tax assets (net)	347.14	138.28	
Long-term loans and advances	1,104.13	1,272.70	
Other non-current assets	50.39	30.19	
<b>Sub-total - non-current assets</b>	<b>10,526.03</b>	<b>10,523.03</b>	
<b>Current assets</b>			
Trade receivables	7,350.43	5,799.56	
Cash and bank balances	3,914.47	5,054.08	
Short term loans and advances	769.53	247.95	
Other current assets	1,745.52	1,506.75	
<b>Sub-total - current assets</b>	<b>13,779.95</b>	<b>12,608.34</b>	
<b>TOTAL - ASSETS</b>	<b>24,305.98</b>	<b>23,131.37</b>	

- 11 The Board of Directors at its meeting held on May 22, 2017 have recommended dividend of 10% (Re 1 per equity share of par value Rs 10 each) for the year ended March 31, 2017.
- 12 Previous period/year figures have been reclassified/ regrouped to confirm with current period/year presentation, wherever applicable.

For and on behalf of the Board of Directors,

  
 Yusuf Lanewala  
 Chairman  
 Place : Bangalore  
 Date : May 27, 2017  


  
 Sanjeev Kathpalia  
 CEO and Managing Director  


# B S R & Company

Chartered Accountants

Maruthi Info-Tech Centre  
11-12/1 Inner Ring Road  
Koramangala  
Bangalore 560 071 India

Telephone +91 80 3980 6000  
Fax +91 80 3980 6999

## **Auditor's Report on Standalone Quarterly Financial Results and Annual Financial Results of Mindteck (India) Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To,  
The Board of Directors of Mindteck (India) Limited

We have audited the accompanying annual financial results ('Statement') of Mindteck (India) Limited ('the Company') for the year ended 31 March 2017, 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 31 March 2017 and 31 March 2016 as reported in the Statement 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 relevant financial year. Also, the figures up to the end of the third quarter of the relevant financial year have only been reviewed and not subjected to audit.

This Statement has been prepared on the basis of the annual financial statements and the reviewed quarterly financial results up to the end of the third quarter, which are the responsibility of the Company's management and have been approved by the board of directors in the meeting held on 22 May 2017. Our responsibility is to express an opinion on this Statement based on our audit of annual financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard specified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulation, 2015 .

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.

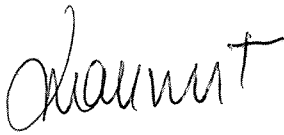


**Auditor's Report on Standalone Quarterly Financial Results and Annual Financial Results of Mindteck (India) Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (continued)**

In our opinion and to the best of our information and according to the explanations given to us, this Statement:

- (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- (ii) gives a true and fair view of the net profit and other financial information for the year ended 31 March 2017.

*for B S R & Company*  
*Chartered Accountants*  
Firm registration No. 128032W



**Vineet Dhawan**  
Partner  
Membership No. 092084

Place: Bangalore  
Date: 22 May 2017

# B S R & Company

Chartered Accountants

Maruthi Info-Tech Centre  
11-12/1 Inner Ring Road  
Koramangala  
Bangalore 560 071 India

Telephone +91 80 3980 6000  
Fax +91 80 3980 6999

## **Auditor's Report on the Consolidated Quarterly Financial Results and Annual Consolidated Financial Results of Mindteck (India) Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**


To,  
Board of Directors of Mindteck (India) Limited

We have audited the annual consolidated financial results ('Statement') of Mindteck (India) Limited ('the Company') and its subsidiaries including step subsidiaries (collectively referred to as 'the Group'), as listed in Note 2 to the Statement for the year ended 31 March 2017, 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 31 March 2017 and 31 March 2016 as reported in the Statement 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 relevant financial year. Also the figures up to the end of the third quarter have only been reviewed and not subjected to audit.

This Statement has been prepared on the basis of the annual consolidated financial statements and the reviewed quarterly financial results up to the end of the third quarter, which are the responsibility of the Company's management and have been approved by the Board of Directors in the meeting held on 22 May 2017. Our responsibility is to express an opinion on this Statement based on our audit of such consolidated financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting standard specified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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.

We did not audit the financial statements of two subsidiaries included in the Statement, whose financial statements reflect total assets of Rs.330.13 lakhs as at 31 March 2017, the total revenue of Rs.741.28 lakhs and net cash inflows of Rs 91.40 lakhs for the year ended on that date, as considered in the Statement. These financial statements and other financial information have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the Statement, in so far as it relates to the amounts included in respect of these subsidiaries, is solely based on the reports of the other auditors. Our opinion on the Statement is not modified in respect of the above matters with respect to the reports of the other auditors.



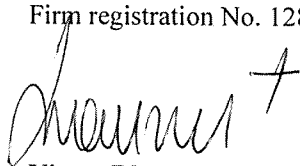
B S R & Company

**Auditor's Report on the Consolidated Quarterly Financial Results and Annual Consolidated Financial Results of Mindteck (India) Limited Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (continued)**

In our opinion and to the best of our information and according to the explanations given to us, this Statement:

- (i) has been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) gives a true and fair view of the consolidated net profit and other financial information for the year ended 31 March 2017.

*for B S R & Company*  
*Chartered Accountants*  
Firm registration No. 128032W



**Vineet Dhawan**  
Partner  
Membership No. 092084

Place: Bangalore  
Date: 22 May 2017



**Mindteck (India) Limited**  
(CIN: L30007KA1991PLC039702)  
AMR Tech Park, Block 1, 3rd Floor  
#664, 23/24, Hosur Main Road  
Bommanahalli, Bengaluru - 560068. India  
Tel: +91 80 4154 8000/4154 8300  
Fax: +91 80 4112 5813

**FOR IMMEDIATE RELEASE**

[www.mindteck.com](http://www.mindteck.com)

## **MINDTECK ANNOUNCES RESULTS FOR THE FINANCIAL YEAR 2016-17**

**Bengaluru, India – May 22, 2017:** Mindteck (India) Limited (BSE: MINDTECK), a global technology company, today reported its audited financial results for the year ended March 31, 2017. The company's consolidated revenue for the year 2016-17 stood at Rs. 341.66 crore, as against Rs. 311.63 crore for the previous year ended March 31, 2016. Profit before tax stood at Rs. 15.19 crore, as against Rs. 20.78 crore for the previous year.

During the Board meeting held today, the Board of Directors recommended a 10% dividend for the financial year 2016-17.

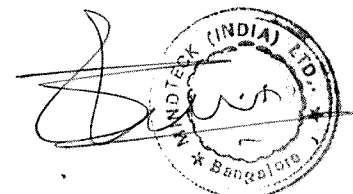
Commenting on the company's year-end results, Yusuf Lanewala, Mindteck's Chairman, said, "We continued making tremendous progress in furthering our smart city and IoT endeavors. Significant new business was secured in APAC with a car audio company, as well as a utilities organization that operates Singapore's wholesale electricity market—Asia's first liberalized electricity market. We also expanded our footprint in the US-Midwest region. He added, "We are also proud to have reached our 25<sup>th</sup> year milestone. With CEO and MD Sanjeev Kathpalia at the helm, we are ready for a growth-driven new year and look forward to welcoming our clients to our new India headquarters at Bengaluru's AMR Tech Park."

Other notable highlights include:

- Secured US business from a renowned audio equipment manufacturer and multinational technology company.
- Implemented India's first smart parking solution pilot project using Wi-Fi cameras with an embedded video analytics server.
- Won home automation, advanced metering infrastructure and system integration work at IIT-Kanpur.
- Joined GE digital alliance and expanded our IoT competency into the Industrial IoT space.
- Collaborated with a global network cabling company to create retrofit solutions for commercial and government entities.
- Implemented a large big data analytics project for one of India's major global telecom companies.

### **About Mindteck (India) Limited**

Mindteck, a global technology company established in 1991, provides Product Engineering solutions and Information Technology services to top-tier Fortune 50-1000 companies, start-ups, leading universities and government entities. The company is among a select group of global companies appraised at Maturity Level 5, Version 1.3 of the CMMI Institute's Capability Maturity Model Integration (CMMI). Its depth of knowledge and niche expertise in embedded systems and enterprise applications is complemented by dedicated Centers of Excellence in wireless design and storage testing. Office Locations: US, UK, Singapore, Malaysia, Philippines, Netherlands, Germany, Bahrain and India. Development Centers: US, Singapore and India (Kolkata and Bangalore). Founding Member: 'The Atlas online' ([www.atlas.cid.harvard.edu](http://www.atlas.cid.harvard.edu)) for the Center for International Development at Harvard University. For more information, please contact [balika.hegde@mindteck.com](mailto:balika.hegde@mindteck.com). [www.mindteck.com](http://www.mindteck.com)





Mindteck (India) Limited  
(CIN: L30007KA1991PLC039702)  
AMR Tech Park, Block 1, 3rd Floor  
#664, 23/24, Hosur Road, Bommanahalli  
Bengaluru - 560068. India  
Tel: +91 80 4154 8000/4154 8300  
Fax: +91 80 4112 5813

Ref: MT/SS/2017-18/06

May 22, 2017

www.mindteck.com

Scrip Code: '517344'

Symbol: "Mindteck"

<b>To,</b> <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	<b>To,</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051
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Dear Sirs/Madam,

**Subject: Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

**DECLARATION**

I, Anand Balakrishnan, Chief Financial Officer of Mindteck (India) Limited (CIN: L30007KA1991PLC039702) having its Registered Office at A. M. R. Tech Park Block -1, 3rd Floor, # 664, 23/24, Hosur Main Road, Bommanahalli, Bangalore -560068, India, hereby declare that, the Statutory Auditor of the Company, B S R & Company (Firm Registration Number: 128032W) have issued an Audit Report with unmodified opinion on Audited Financial Results of the Company (Standalone and Consolidated) for the quarter and year ended on March 31, 2017.


The above Declaration is given in compliance to Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended by the SEBI vide notification No. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016 and Circular No. CIR/CFD/CMD/56/2016 dated May 27, 2016.

Please take this declaration on your records.

Thanking you,

Yours Truly,

For Mindteck (India) Limited

  
Anand Balakrishnan  
Chief Financial Officer

