

30th May, 2018

The Secretary/Listing Department/Corporate Relations
Stock Exchange, Mumbai
P. J. Towers, 25th Floor,
Dalal Street,
Mumbai - 400 001.
Fax No. 022-22723121/3719/2037/2039/2041/2061

The Manager – Listing Department / Corporate Relations
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E),
Mumbai - 400 051.
Fax No.022-26598237/38

Company Scrip Code: 532475

ISIN No. : INE266F01018

Dear Sirs,

Sub: Audited Financial Results (Consolidated and Standalone) of the Company for the year ended 31st March, 2018

Please find enclosed herewith the Audited Financial Results (Consolidated and Standalone) of the Company for year ended 31st March, 2018 approved by the Board of Directors at its meeting held on 30th May, 2018 pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We also enclose herewith the following:

1. Reports of Auditors
2. Disclosure of unmodified Audit Qualification

This is for your information and record.

Thanking you

Yours faithfully

For Aptech Limited



Ketan H. Shah
Company Secretary
Encl.: As above.



APTECH LIMITED

STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER and YEAR ENDED MARCH 31, 2018

(₹ in lakhs, except for EPS)

	Particulars	Quarter Ended			Year ended	
		March 31, 2018	December 31, 2017	March 31, 2017	March 31, 2018	March 31, 2017
		Audited	Unaudited	Audited	Audited	Audited
I.	Revenue from Operations	6,518	5,645	5,019	22,914	21,218
II.	Other Income	274	91	189	513	435
III.	Total Income (I+II)	6,792	5,736	5,208	23,427	21,653
IV.	Expenses :					
	i. Purchase of Stock in -Trade	75	44	8	292	185
	ii. Changes in Inventories of Stock-in-Trade	5	21	89	26	110
	iii. Employee Benefits Expenses	1,626	1,592	1,453	6,704	5,264
	iv. Share Based Payment to Employees (Refer Note 8)	299	309	328	1,227	581
		1,925	1,901	1,781	7,931	5,845
	v. Finance Costs	-	-	(1)	6	4
	vi. Depreciation and Amortization Expenses	281	284	273	1,126	1,073
	vii. Other Expenses	3,664	3,243	2,661	11,944	12,156
	Total Expenses	5,949	5,493	4,811	21,325	19,372
V.	Profit / (loss) before Exceptional Items and Tax (III-IV)	843	243	397	2,102	2,281
VI.	Exceptional Items (Net) (Refer Note 10)	-	291	-	1,556	-
VII.	Profit/ (Loss) Before Tax (V+VI)	843	534	397	3,658	2,281
VIII.	Tax Expenses					
	i. Current Tax	246	378	72	724	351
	ii. Deferred Tax	(129)	(55)	26	(353)	-
	Total Tax Expenses	117	323	98	371	351
IX.	Profit for the Period (VII -VIII)	726	211	300	3,287	1,930
X.	Other Comprehensive Income	124	15	(9)	106	(58)
	Items that will not be reclassified to Profit and Loss					
	i. Gain/(Loss) on Remeasurement of Defined Benefits Plan	26	13	(11)	(80)	(98)
	ii. Gain on Fair Valuation of Equity Instruments	98	5	4	163	16
	iii. Income Tax on above	-	(3)	(2)	24	24
XI.	Total Comprehensive Income (IX + X)	850	226	291	3,393	1,872
XII.	Other Equity				23,927	20,753
XIII.	Earnings per share (of ₹ 10 each) (Not Annualised)					
	Basic EPS (₹)	1.82	0.53	0.75	8.24	4.84
	Diluted EPS (₹)	1.73	0.50	0.72	7.86	4.62





Aptech Limited
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 A-65, MIDC, Marol, Andheri (E),
 Mumbai - 400 093.
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 www.aptech-worldwide.com

Aptech Limited - Consolidated Financial Statements
Balance Sheet as at March 31, 2018

Particulars	As at March 31, 2018	As at March 31, 2017
(₹ in lakhs)		
ASSETS		
Non-current Assets		
Property, Plant and Equipment	1,589	2,084
Other Intangible Assets	1,234	1,216
Intangible Assets under Development	263	253
Financial Assets		
Investments	13,068	10,881
Loans	158	1,667
Other Financial Assets	102	102
Deferred Tax Assets (Net)	1,842	1,489
Other Non-current Assets	542	432
Total Non-current Assets	18,798	18,124
Current Assets		
Inventories	73	99
Financial Assets		
Investments	751	1,803
Trade Receivables	6,005	4,183
Cash and Cash Equivalents	1,331	1,355
Other Bank Balances	3,020	1,540
Loans	466	476
Other Financial Assets	1,354	589
Other Current Assets	572	444
Total Current Assets	13,573	10,489
TOTAL ASSETS	32,370	28,613
EQUITY and LIABILITIES		
Equity		
Equity Share Capital	3,989	3,989
Other Equity	23,927	20,753
Total Equity	27,916	24,742
Liabilities		
Non-current Liabilities		
Provisions	227	206
Total Non-current Liabilities	227	206
Current Liabilities		
Financial Liabilities		
Trade Payables	1,637	1,393
Other Financial Liabilities	1,402	1,221
Provisions	41	99
Other Current Liabilities	1,146	952
Total Current Liabilities	4,227	3,665
Total Liabilities	4,454	3,871
TOTAL EQUITY and LIABILITIES	32,370	28,613



CONSOLIDATED SEGMENT WISE REVENUE, RESULTS and CAPITAL EMPLOYED AS PER REGULATION 33 OF SEBI (LISTING OBLIGATIONS and DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

(₹ in lakhs)

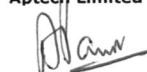
Particulars	Quarter Ended			Year ended	
	March 31, 2018	December 31, 2017	March 31, 2017	March 31, 2018	March 31, 2017
	Audited	Unaudited	Audited	Audited	Audited
SEGMENT REVENUE					
A. Retail	4,048	3,406	3,304	14,552	14,512
B. Non Retail	2,470	2,239	1,715	8,362	6,706
TOTAL (A+B)	6,518	5,645	5,019	22,914	21,218
SEGMENT RESULTS					
a. Retail	1,309	997	1,148	4,673	3,738
b. Non Retail	460	108	267	1,046	1,469
TOTAL (a+b)	1,769	1,105	1,415	5,719	5,207
c. Unallocable Expenses					
Finance cost	0	-	(1)	6	4
Other Expenses	726	651	686	2,720	2,643
Share Based Payment to Employees	298	309	328	1,227	581
	744	144	402	1,766	1,979
d. Unallocable Income					
Others	98	99	(5)	336	302
Exceptional Items	-	291	-	1,556	-
	98	390	(5)	1,892	302
TOTAL PROFIT/ (LOSS) BEFORE TAX	843	534	397	3,658	2,281

Particulars	As at March 31, 2018	As at March 31, 2017
I. SEGMENT ASSETS		
a. Retail	4,590	3,954
b. Non Retail	5,131	3,269
c. Other Unallocable Assets		
Investments	13,815	12,681
Cash and Cash Equivalents	1,331	1,355
Other Assets	7,503	7,354
Total Segment Assets	32,370	28,613
II. SEGMENT LIABILITIES		
a. Retail	2,020	1,849
b. Non Retail	1,415	1,302
c. Other Unallocable Liabilities	1,019	719
Total Segment Liabilities	4,454	3,871
Net Capital Employed (I-II)	27,916	24,742

Note :

The Company has reported Segment Information as per Ind As 108 read with SEBI Circular dated July 05, 2016. The Company has identified Operating Segments taking into account the nature of services, the differing risks and returns, the organizational structure and the internal reporting system.

For and on behalf of the Board of Directors of
Aptech Limited



Anil Pant
Managing Director & CEO

Place : Mumbai
Date : May 30, 2018



Notes :

- The above audited financial results for the quarter and year ended March 31, 2018 have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on May 30, 2018.
- The Company has adopted Indian Accounting Standards ('Ind AS') with effect from April 1, 2017. Accordingly, the financial results for the quarter and year ended March 31, 2018 and for the quarter ended December 31, 2017 have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules thereafter, and presented in accordance with the requirement of SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. The results for the quarter and year ended March 31, 2017 have been restated to comply with Ind AS.
- The figures for the last quarter of the current year and previous year as reported in these financial results are balancing figures between the audited figures in respect of the financial year and the published year-to-date figures upto the end of the third quarter of the relevant financial year, which were subjected to limited review.
- The Company through its step-down foreign subsidiary has investments of ₹ 10,813 Lakhs in equity instruments of BJBC China ('the Investee'). In the absence of availability of the audited financial statements of the investee to its investors, for last about four years, and other recent financial information (though appropriate petitions in jurisdictional court of Cayman Islands have been filed and favourable orders have been obtained), the Company, at present, is not in position to estimate its fair value. At this stage, the said investment is carried at cost, being an appropriate estimate of fair value, in accordance with Annexure B on Application Guidance para B5.2.3 to Ind AS 109 "Financial Instruments".
- a. Reconciliation of the Net Profit for previous periods as reported under the Previous GAAP to Total Comprehensive Income under Ind AS :

(₹ in Lakhs)		
Particulars	Quarter Ended March 31, 2017	Year Ended March 31, 2017
Net Profit as per Previous GAAP	354	1,871
Add/(Less) : Adjustments in Statement of Profit and Loss		
a. Actuarial Gain/ (Loss) of the Defined Benefit Plans to Other Comprehensive Income	11	98
b. Expected Credit Loss Allowance	(15)	(15)
c. Deferred Tax Liability (Net)	(26)	(24)
d. Increase in Income Tax	(24)	-
Net Profit as per Ind AS	300	1,930
Other Comprehensive Income (Net of Tax)	(9)	(58)
Total Comprehensive Income	291	1,872

- b. Reconciliation of the Equity for previous periods as reported under the Previous GAAP to Ind AS :

(₹ in Lakhs)	
Particulars	As at March 31, 2017
Equity as per Previous GAAP	21,315
Add / Less : Adjustment on transition to Ind AS	
a. Gain/(Loss) on measuring Equity Instruments at FVTOCI	(201)
b. Allowance for Expected Credit Losses (Net of Deferred Tax)	(360)
Equity as per Ind AS	20,753

- Application made to the Central Government for waiver of excess remuneration paid in excess of the limit prescribed under sections 197 and 198 read with Schedule-V of the Companies Act, 2013 to the erstwhile Managing Director for the year 2015-16 which remained pending with the Government, stands abated as provided under the Companies (Amendment) Act, 2017. The Company shall obtain the approval for waiver of excess remuneration from the shareholders at the ensuing annual general meeting. Based on the approval by the Central Government for the financial Year 2014-15, the Company is in process of recovering the excess remuneration of ₹ 74 Lakhs paid to the then Managing Director.

The remuneration provided and paid to the Managing Director during the Financial Year 2017-18 is in excess of the limit prescribed under sections 197 and 198 read with Schedule-V of the Companies Act, 2013 for which the Company will seek waiver at the ensuing Annual General Meeting, till such time the excess remuneration paid is held by the Managing Director in trust for the Company.

- On a standalone basis, Aptech Limited has reported the following figures in its results for the quarter and Year ended March 31, 2018:
- Turnover of ₹ 5,098 lakhs (quarter) and ₹ 16,346 lakhs (year ended)
 - Profit/ (Loss) before tax of ₹ 577 lakhs (quarter) and ₹ 2,280 lakhs (year ended);
 - Profit/ (Loss) after tax of ₹ 531 lakhs (quarter) and ₹ 1,906 lakhs (year ended).



- 8 In accordance with the Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014 ('SEBI Regulations'), approval of shareholders of the Company was obtained at the Annual General Meeting held on September 27, 2016 to create, offer and grant upto 44,32,620 options, in one or more tranches, under Aptech ESOP 2016 Scheme to the employees of the Company and its subsidiaries. These options will vest in 3rd, 4th and 5th year from the date of grant; The vesting is based on the tenure of eligible employees and performance criteria. Based on valuation report of an Independent valuer, the Fair value of ESOP is determined and accordingly, a sum of ₹ 299 lakhs for the quarter and ₹1,227 lakhs for the year ended March 31, 2018 is recognised and for the corresponding previous period sum of ₹ 328 lakhs for the quarter and ₹ 581 lakhs for the year is recognised.
- 9 The Board of Directors have recommended a dividend of ₹ 3.50 per Equity share for the financial year ended March 31, 2018. The dividend is subject to approval by the shareholders at the ensuing Annual General Meeting of the Company and therefore, has not been recognised as a liability as at the balance sheet date in line with Ind AS 10 on "Events after the Reporting Period".
- 10 During the period ended March 31, 2018, Exceptional items pertain to Profit on Sale of Immovable Properties of ₹ 1,742 lakhs and expenses/ loss of ₹ 186 in connection therewith, resulting in net gain of ₹ 1,556 lakhs.
- 11 Figures for the previous periods have been regrouped and/ or rearranged and/ or reclassified wherever necessary to make them comparable with those of current period.

For and on behalf of the Board of Directors of

Aptech Limited



Anil Pant
Managing Director & CEO

Place : Mumbai

Date : May 30, 2018



BANSI S. MEHTA & CO.

CHARTERED ACCOUNTANTS

Bansi S. Mehta
(Chief Mentor)

D. I. SHAH A. A. DESAI
K. R. GANDHI (Ms.) H. G. BUCH
D. R. DESAI (Ms.) Y. A. THAR
P. H. CLERK R. G. DOSHI
M. V. SHAH A. B. AGRAWAL
A. A. AGRAWAL (Ms.) U. A. SHAH (Ms.)

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E-mail : bsmco1@vsnl.net
Website : www.bsmco.net

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

To the Board of Directors of Aptech Limited

1. We have audited the Consolidated Financial Results of **APTECH LIMITED** ("the Company") and its subsidiaries, (the Company and its subsidiaries together referred to as "the Group") for the quarter and year ended March 31, 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. These Consolidated Financial Results have been compiled on the basis of the Consolidated Financial Statements of the Group as at and for the year ended March 31, 2018, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these Consolidated Financial Results based on our audit of such Consolidated Financial Statements, which have been prepared in accordance with the Indian Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereunder ("Ind AS") and other accounting principles generally accepted in India.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial results are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures of the financial results. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements in the financial results, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial results in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial results.



We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, the Consolidated Financial Results of the Group:

a. include the financial results for the year ended March 31, 2018 of the following entities:

- Maya Entertainment Limited
- Attest Testing Services Limited
- Aptech Training Limited FZE, Dubai
- Star International Training Consultancy Pvt Ltd
- AGLSM SDN BHD, Malaysia
- Aptech Ventures Ltd., Mauritius
- Aptech Investment Enhancers Limited, Mauritius

b. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and

c. give a true and fair view in conformity with the aforesaid Ind AS and other accounting principles generally accepted in India, of the net profit, total comprehensive income and other financial information of the Group for the year ended March 31, 2018.

4. Emphasis of Matter

a. Attention is invited to Note 4 to the Consolidated Financial Results, which indicates that in the absence of availability of audited financial statements of the investee in China for last about four years and other recent financial information, the investments in equity instruments held by the Group in the said investee is carried at cost as an appropriate estimate of fair value, in accordance with paragraph B5.2.3 of Appendix B on the Application Guidance to Ind AS 109 on "Financial Instruments".

b. Attention is invited to Note 6 to the Consolidated Financial Results about the remuneration of ₹ 130.68 lakhs provided and paid to the erstwhile Managing Director during the Financial Year 2015-16 and ₹ 30.07 lakhs to the Managing Director during the Financial Year 2017-18 in excess of the limit prescribed under sections 197 and 198 read with Schedule V to the Companies Act, 2013 for which the Company will seek waiver at the ensuing Annual General Meeting, till such time the excess remuneration paid is held by the Managing Director in trust for the Company.

Our report is not modified in respect of the above matters.

5. We did not audit the Financial Statements and the financial information of 3 (three) subsidiaries located outside India, included in the Consolidated Financial Results, whose Financial Statements and financial information reflect total assets of ₹ 1252.93 lakhs as at March 31, 2018, total revenues of ₹ 2155.63 lakhs, total net profit of ₹ 169.58 lakhs and total comprehensive income of ₹ 169.58 lakhs for the year ended as on that date, as



considered in preparation of Consolidated Financial Statements. These Financial Statements/ financial information have been prepared in accordance with accounting principles generally accepted in its respective country and have been audited by other auditors. The Company's management has converted these financial statements/ information of such subsidiaries to the Indian GAAP and the accounting principles generally accepted in India, which, have been audited by us. Our opinion in so far as it relates to the balances and affairs of such subsidiaries is based on the report of other auditor and the conversion adjustments prepared by the management and audited by us.

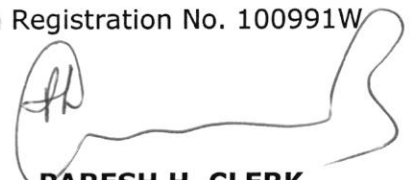
We did not audit the Financial Statements and the financial information of 2 (two) subsidiaries located outside India, included in the Consolidated Financial Results, whose Financial Statements and financial information reflect total assets of ₹ 2244.46 lakhs as at March 31, 2018, total revenue of ₹ Nil, total net loss of ₹ 6.76 lakhs and total comprehensive expense of ₹ 6.76 lakhs for the year ended as on that date, as considered in preparation of Consolidated Financial Statements. These Financial Statements/ financial information have been prepared by the Company's management in accordance with the Indian GAAP and the accounting principles generally accepted in India. These financial statements/ financial information have been audited by a firm of Chartered Accountants and included in the Consolidated Financial Statements on the basis of their Fit-for-Consolidation Report and our opinion in so far as it relates to the balances and affairs of such subsidiaries is based on those reports.

Our report is not modified in respect of the above matters.

6. The comparative financial information of the Group for the corresponding quarter and year ended March 31, 2017 included in these Consolidated Financial Results, are based on the previously issued financial results prepared in accordance with the Companies (Accounting Standards) Rules, 2006 and other accounting principles generally accepted in India and audited by the predecessor auditor (vide their unmodified audit report on May 24, 2017), as adjusted for the differences in the accounting principles adopted by the Group on transition to Ind AS, which have been audited by us. Our report is not modified in respect of this matter.
7. The figures of the consolidated financial results as reported for the quarter ended March 31, 2018 and the corresponding quarter ended in the previous year are the balancing figures between audited figures in respect of the full financial year and the published year-to-date figures upto the end of the third quarter of the relevant financial year. Also, the figures upto the end of the third quarter of the current financial year had only been subjected to limited review by us, whereas the figures of the previous financial year had been subjected to limited review by the predecessor auditor. Our report is not modified in respect of this matter.

For **BANSI S. MEHTA & CO.**
Chartered Accountants
Firm Registration No. 100991W




PARESH H. CLERK
Partner
Membership No. 36148

Place : Mumbai
Dated : May 30, 2018

APTECH LIMITED

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2018
(₹ in lakhs except for EPS)

Particulars	Quarter ended			Year ended	
	March 31, 2018	December 31, 2017	March 31, 2017	March 31, 2018	March 31, 2017
	Audited	Unaudited	Audited	Audited	Audited
I. Revenue from Operations	4,863	4,211	3,636	15,914	12,323
II. Other Income	235	63	200	432	467
III. Total Income (I+II)	5,098	4,274	3,836	16,346	12,790
IV. Expenses :					
i. Purchases of Stock-in-Trade	13	9	41	74	115
ii. Changes in Inventories of Stock-in-Trade	2	14	(20)	26	16
iii. Employee Benefits Expense	1,252	1,306	1,073	5,160	3,799
iv. Share Based Payment to Employees (Refer Note 6)	284	294	311	1,169	548
	1,536	1,600	1,384	6,329	4,347
v. Finance Costs	-	-	-	6	4
vi. Depreciation and Amortisation Expenses	185	185	175	751	685
vii. Other Expenses	2,785	2,328	2,064	8,436	6,415
Total Expenses	4,521	4,136	3,644	15,622	11,582
V. Profit / (Loss) before Exceptional Items and Tax (III-IV)	577	138	192	724	1,208
VI. Exceptional Items (Net) (Refer Note 7)	0	291	-	1,556	-
VII. Profit/ (Loss) before Tax (V+VI)	577	429	192	2,280	1,208
VIII. Tax Expenses					
(a) Current Tax	178	356	63	541	264
(b) Deferred Tax	(132)	(52)	16	(167)	-
Total Tax Expenses	46	304	79	374	264
IX. Profit/(Loss) for the Period (VII -VIII)	531	125	113	1,906	944
X. Other Comprehensive Income					
Items that will not be reclassified to profit and loss					
i. Loss on Remeasurement of Defined Benefits plan	13	7	(2)	(68)	(79)
ii. Gain on fair valuation of Equity Instruments	98	5	4	163	16
iii. Income Tax on above	(3)	(1)	0	14	16
Other Comprehensive Income	108	11	2	109	(47)
XI. Total Comprehensive Income (IX+X)	639	136	115	2,015	897
XII. Other Equity				20,409	18,607
XIII. Earnings per share (of ₹ 10 each) (Not Annualised)					
Basic EPS (₹)	1.33	0.31	0.28	4.78	2.37
Diluted EPS (₹)	1.27	0.30	0.27	4.57	2.26



STANDALONE SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED AS PER REGULATION 33 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

(₹ in lakhs)

Particulars	Quarter ended			Year ended	
	March 31, 2018	December 31, 2017	March 31, 2017	March 31, 2018	March 31, 2017
	Audited	Unaudited	Audited	Audited	Audited
SEGMENT REVENUE					
A. Retail	2,792	1,999	2,449	9,053	7,770
B. Non Retail	2,071	2,212	1,187	6,861	4,553
TOTAL (A+B)	4,863	4,211	3,636	15,914	12,323
SEGMENT RESULTS					
A. Retail	1,103	642	1,064	3,413	2,989
B. Non Retail	296	427	93	904	1,138
TOTAL	1,399	1,069	1,157	4,317	4,127
C. Finance Costs			0	6	4
Other Expenses	632	708	704	2,710	2,711
Share Based Payment to Employees	286	294	311	1,169	548
TOTAL (A+B-C)	481	67	143	432	863
D. Unallocable Income					
Others	96	71	49	292	344
Exceptional item	-	291	-	1,556	-
TOTAL PROFIT / (LOSS) BEFORE TAX(A+B-C+D)	577	429	192	2,280	1,208

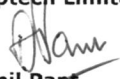
(₹ in lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017
I. SEGMENT ASSETS		
a. Retail	3,238	3,085
b. Non Retail	3,918	2,106
c. Other Unallocable Assets		
Investments	11,371	10,258
Cash and Cash Equivalents	925	821
Others	7,981	9,044
Total Segment Assets	27,433	25,314
II. SEGMENT LIABILITIES		
a. Retail	917	1,153
b. Non Retail	1,183	849
c. Other Liabilities	935	716
Total Segment Liabilities	3,035	2,718
Net Capital Employed (I-II)	24,398	22,596

Note :

The Company has reported Segment Information as per Ind As 108 read with SEBI Circular dated July 05, 2016. The Company has identified Operating Segments taking into account the nature of services, the differing risks and returns, the organizational structure and the internal reporting system.

For and on behalf of the Board of Directors of
Aptech Limited


Anil Pant
Managing Director & CEO

Place : Mumbai
Dated : May 30, 2018





Unleash your potential

Aptech Limited
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Aptech Limited - Standalone Financial Statements

Balance Sheet as at March 31, 2018

Particulars	As at March 31, 2018	As at March 31, 2017
ASSETS		
Non-current Assets		
Property, Plant and Equipment	1,456	1,879
Other Intangible Assets	717	786
Intangible Assets under Development	111	34
Financial Assets		
Investments	10,642	8,455
Loans	99	1,617
Deferred Tax Assets (Net)	1,656	1,489
Other Non-current Assets	141	63
Total Non-current Assets	14,822	14,323
Current Assets		
Inventories	43	68
Financial Assets		
Investments	751	1,803
Trade Receivables	4,972	3,632
Cash and Cash Equivalents	925	821
Other Bank Balances	2,912	1,434
Loans	1,693	2,604
Other Financial Assets	895	303
Other Current Assets	420	326
Total Current Assets	12,611	10,991
TOTAL ASSETS	27,433	25,314
EQUITY AND LIABILITIES		
Equity		
Equity Share Capital	3,989	3,989
Other Equity	20,409	18,607
Total Equity	24,398	22,596
Liabilities		
Non-current Liabilities		
Provisions	164	139
Total Non-current Liabilities	164	139
Current Liabilities		
Financial Liabilities		
Trade Payables	1,380	1,156
Other Financial Liabilities	809	836
Provisions	34	67
Other Current Liabilities	648	520
Total Current Liabilities	2,871	2,579
Total Liabilities	3,035	2,718
TOTAL EQUITY AND LIABILITIES	27,433	25,314



Notes :

- The above audited financial results for the quarter and year ended March 31, 2018 have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on May 30, 2018.
- The Company has adopted Indian Accounting Standards ('Ind AS') with effect from April 1, 2017. Accordingly, the financial results for the quarter and year ended March 31, 2018 and for the quarter ended December 31, 2017 have been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules thereafter, and presented in accordance with the requirement of SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. The results for the quarter and year ended March 31, 2017 have been restated to comply with Ind AS.
- The figures for the last quarter of the current year and previous year as reported in these financial results are balancing figures between the audited figures in respect of the financial year and the published year to date figures upto the end of the third quarter of the relevant financial year, which were subjected to limited review.
- a. Reconciliation of the Net Profit for previous periods as reported under the Previous GAAP to Total Comprehensive Income under Ind AS :

(₹ in lakhs)

Particulars	Quarter ended March 31, 2017	Year ended March 31, 2017
Net Profit as per Previous GAAP	170	908
Add/ (Less) : Adjustments in Statement of Profit and Loss		
a. Actuarial Gain/ (Loss) of the Defined Benefit Plans to Other Comprehensive Income (Net of Tax)	2	79
b. Expected Credit Loss Allowance	(27)	(27)
c. Decrease in Deferred Tax Asset and increase in Current Tax	(33)	(16)
Net profit as per Ind AS	113	944
Other Comprehensive Income (Net of Tax)	2	(47)
Total Comprehensive Income	115	897

- b. Reconciliation of the Equity for previous periods as reported under the Previous GAAP to Ind AS :

(₹ in lakhs)

Particulars	As at March 31, 2017
Equity as per Previous GAAP	19,089
Adjustments :	
a. Gain/(Loss) on measuring Equity Instruments at FVTOCI	(201)
b. Allowance for Expected Credit losses net of Deferred tax	(280)
Equity as per Ind AS	18,607

- Application made to the Central Government for waiver of excess remuneration paid in excess of the limit prescribed under sections 197 and 198 read with Schedule-V of the Companies Act, 2013 to the erstwhile Managing Director for the year 2015-16 which remained pending with the Government, stands abated as provided under the Companies (Amendment) Act, 2017. The Company shall obtain the approval for waiver of excess remuneration from the shareholders at the ensuing annual general meeting. Based on the approval by the Central Government for the financial Year 2014-15, the Company is in process of recovering the excess remuneration of ₹74 Lakhs paid to the then Managing Director.

The remuneration provided and paid to the Managing Director during the Financial Year 2017-18 is in excess of the limit prescribed under sections 197 and 198 read with Schedule-V of the Companies Act, 2013 for which the Company will seek waiver at the ensuing Annual General Meeting, till such time the excess remuneration paid is held by the Managing Director in trust for the Company.

- In accordance with the Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014 ('SEBI Regulations'), approval of shareholders of the Company was obtained at the Annual General Meeting held on September 27, 2016 to create, offer and grant upto 44,32,620 options, in one or more tranches, under Aptech ESOP 2016 Scheme to the employees of the Company and its subsidiaries. These options will vest in 3rd, 4th and 5th year from the date of grant; The vesting is based on the tenure of eligible employees and performance criteria. Based on valuation report of an Independent valuer, the Fair value of ESOP is determined and accordingly, a sum of ₹ 284 lakhs for the quarter and ₹ 1,169 lakhs for the year ended March 31, 2018 is recognised and for the corresponding previous period sum of ₹ 311 lakhs for the quarter and ₹ 548 lakhs for the year is recognised.
- During the period ended March 31, 2018 Exceptional items pertain to Profit on sale of Immovable properties of ₹ 1,742 lakhs and expenses/ loss of ₹ 186 lakhs in connection therewith, resulting in net gain of ₹ 1,556 lakhs.
- The Board of Directors have recommended a dividend of ₹ 3.50 per Equity share for the financial year ended March 31, 2018. The dividend is subject to approval by the shareholders at the ensuing Annual General Meeting of the Company and therefore, has not been recognised as a liability as at the balance sheet date in line with Ind AS 10 on "Events after the Reporting Period".
- Figures for the previous periods have been regrouped and/ or rearranged and/ or reclassified wherever necessary to make them comparable with those of current periods.

For and on behalf of the Board of Directors of

Aptech Limited



Anil Pant
Managing Director & CEO

Place : Mumbai
Dated : May 30, 2018



BANSI S. MEHTA & CO.

CHARTERED ACCOUNTANTS

Bansi S. Mehta
(Chief Mentor)

D. I. SHAH	A. A. DESAI
K. R. GANDHI (Ms.)	H. G. BUCH
D. R. DESAI (Ms.)	Y. A. THAR
P. H. CLERK	R. G. DOSHI
M. V. SHAH	A. B. AGRAWAL
A. A. AGRAWAL (Ms.)	U. A. SHAH (Ms.)

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2266 0821 / 2266 1557
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E-mail : bsmco1@vsnl.net
Website : www.bsmco.net

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

To the Board of Directors of Aptech Limited

1. We have audited the Standalone Financial Results of **APTECH LIMITED** ("the Company") for the quarter and year ended March 31, 2018, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016. These Standalone Financial Results have been compiled on the basis of the Standalone Financial Statements of the Company as at and for the year ended March 31, 2018, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these Standalone Financial Results based on our audit of such Standalone Financial Statements, which have been prepared in accordance with the Indian Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereunder ("Ind AS") and other accounting principles generally accepted in India.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial results are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures of the financial results. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements in the financial results, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of financial results in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial results.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



3. In our opinion and to the best of our information and according to the explanations given to us, the Standalone Financial Results of the Company:
- are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements Regulations, 2015), as modified by SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016; and
 - give a true and fair view in conformity with the aforesaid Ind AS and other accounting principles generally accepted in India, of the net profit, total comprehensive income and other financial information of the Company or the year ended March 31, 2018.

4. **Emphasis of Matter**

Attention is invited to Note 5 to the Standalone Financial Results about the remuneration of ₹ 130.68 lakhs provided and paid to the erstwhile Managing Director during the Financial Year 2015-16 and ₹ 30.07 lakhs to the Managing Director during the Financial Year 2017-18 in excess of the limit prescribed under sections 197 and 198 read with Schedule V to the Companies Act, 2013 for which the Company will seek waiver at the ensuing Annual General Meeting, till such time the excess remuneration paid is held by the Managing Director in trust for the Company.

Our report is not modified in respect of the above matter.

5. The comparative financial information of the Company for the corresponding quarter and year ended March 31, 2017 included in these financial results, are based on the previously issued financial results prepared in accordance with the Companies (Accounting Standards) Rules, 2006 and other accounting principles generally accepted in India and audited by the predecessor auditor (vide their unmodified audit report on May 24, 2017), as adjusted for the differences in the accounting principles adopted by the Company on transition to Ind AS, which have been audited by us. Our opinion is not modified in respect of this matter.
6. The figures of the Standalone Financial Results as reported for the quarter ended March 31, 2018 and the corresponding quarter ended in the previous year are the balancing figures between audited figures in respect of the full financial year and the published year-to-date figures upto the end of the third quarter of the relevant financial year. Also, the figures upto the end of the third quarter of the current financial year had only been subject to limited review by us, whereas the figures of the previous financial year had been subjected to limited review by the predecessor auditor. Our opinion is not modified in respect of this matter.

For **BANSI S. MEHTA & CO.**
Chartered Accountants
Firm Registration No. 100991W



[Signature]

PARESH H. CLERK

Partner

Membership No. 36148

Place : Mumbai

Dated : May 30, 2018



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30th May, 2018

The Secretary/Listing Department/Corporate Relations
Stock Exchange, Mumbai
P. J. Towers, 25th Floor,
Dalal Street,
Mumbai - 400 001.
Fax No. 022-22723121/3719/2037/2039/2041/2061

The Manager – Listing Department / Corporate Relations
The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E),
Mumbai - 400 051.
Fax No.022-26598237/38

Company Scrip Code: 532475

ISIN No : INE266F01018

Dear Sirs,

Sub: Disclosure of the Impact of Audit Qualifications by the Listed Entities under Regulation 33/52 of SEBI (LODR), (Amendment), Regulations, 2016

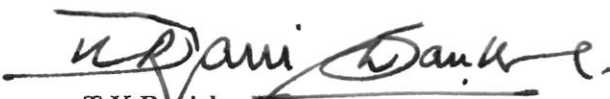
Please Refer to the SEBI circular CIR/CFD/CMD/62/2016 dated May, 27 2016 and DCS/COMP/04/2016-17 dated June, 01 2016. We Aptech limited , a Public Limited Company having registered office at Aptech House . A-65. MIDC. Andheri(E). Mumbai -400093 hereby declare that our Auditors have provided unmodified opinion on the standalone and consolidated financial results of the Company for the year ended March 31. 2018.

This is for your information and record

Thanking you

Yours faithfully

For Aptech Limited


T K Ravishankar
Executive Vice President and CFO

