

February 04, 2025

Listing Compliance & Legal Regulatory  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001  
Stock Code: 543227, 974728, 974820 & 975101

Listing & Compliance  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra East, Mumbai 400 051  
Stock Code: HAPPSTMNDS

Dear Sir/Madam,

**Sub: Outcome of Board Meeting held on February 04, 2025**

We wish to inform that the Board of Directors of the Company at its meeting held today i.e., February 04, 2025, transacted inter alia the following businesses:

**1. Financial results:**

Approved the unaudited financial statements of the Company (both standalone and consolidated) prepared in accordance with Indian Accounting Standards (IndAS) for the quarter and nine months ended as on December 31, 2024.

The copies of the financial results together with Auditor's review reports (with UDIN), presentation to Investors and press release covering the results for the quarter and nine months ended as on December 31, 2024, and disclosure of security cover of NCD for the said quarter are enclosed below.

**2. Approval of Composite Scheme of Arrangement**

Approved the Composite Scheme of Arrangement of PureSoftware Technologies Private Limited (Wholly Owned Subsidiary – Transferor Company) with Happiest Minds Technologies Limited (Holding Company - Transferee Company) and their respective Shareholders and Creditors.

The brief details required under Regulation 30 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as **ANNEXURE**.

The Board Meeting commenced at 8.30 P.M. and concluded at 9.15 P.M.

This is for your information and records.

Thanking you,

Yours faithfully,

For **Happiest Minds Technologies Limited**

**Praveen Kumar Darshankar**  
Company Secretary & Compliance Officer  
Membership No. F6706



**ANNEXURE**

The requisite details as required under SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are as follows:

SL. NO	PARTICULARS	DETAILS		
		Name of the Entity	Paid up Capital as on September 30, 2024	Turnover as on September 30, 2024
1	Name of the entities, forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	Puresoftware Technologies Private Limited	i. ₹3,24,12,166 consisting of 3,24,12,166 equity shares of ₹ 1 each ii. ₹12,20,000 consisting of 10,000 preference shares of ₹122 each	₹ 13,692 Lakhs
		Happiest Minds Technologies Limited	₹ 30,45,49,622 consisting of 15,22,74,811 equity shares of ₹ 2 each	₹ 74,705 Lakhs
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No. Puresoftware Technologies Private Limited is a Wholly Owned Subsidiary of Happiest Minds Technologies Limited (Holding Company).		
3	Area of business of the entities	<ul style="list-style-type: none"> <li>The Transferor Company is primarily involved in the business of testing, certifying, making trial run coding/ decoding computer software, computer programme any customized electronic data and any product or services of similar nature.</li> <li>The Transferee Company is a next-generation digital transformation, infrastructure, security and product engineering services company, enabling digital transformation for enterprises and technology providers, deliver seamless customer experiences, business efficiency and actionable insights by leveraging a spectrum of futuristic and disruptive technologies such as: artificial intelligence, block chain, cloud, digital process automation, internet of things, robotics/drones, security, virtual/augmented reality, etc.</li> </ul>		
4	Rationale for amalgamation / merger	<ol style="list-style-type: none"> <li>Simplify management structure leading to better administration, reduction in costs and standardisation of business process.</li> <li>Greater integration and financial strength maximizing shareholder value and financial position of amalgamated entity.</li> <li>Pooling of resources resulting in synergies of operations, optimization of logistics and cost savings.</li> <li>Simplification of group structure leading to reduced statutory compliances.</li> <li>The arrangement would lead to greater and efficient use of infrastructure facilities and optimum utilisation of the available resources resulting in substantial reduction in statutory compliances.</li> </ol>		

5	<b>In case of cash consideration – amount or otherwise share exchange ratio</b>	<b>NOT APPLICABLE</b> , since the Transferor Company is a Wholly Owned Subsidiary of the Transferee Company, no shares of the Transferee Company shall be allotted under the Composite Scheme of Arrangement in lieu or in exchange of the shares of the Transferor Company.
6	<b>Brief details of the change in shareholding pattern (if any) of the listed entity</b>	<b>NOT APPLICABLE</b> , since there is no issue of shares, there will be no change in the shareholding pattern of the Transferee Company pursuant to the Composite Scheme of Arrangement.

## **INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS**

### **TO THE BOARD OF DIRECTORS OF Happiest Minds Technologies Limited**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of Happiest Minds Technologies Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), for the quarter and nine months ended December 31, 2024 ("the Statement") which includes the financial statements of Happiest Minds Technologies Share Ownership Trust ("the ESOP trust"), being submitted by the Parent pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:
  - i. Happiest Minds Inc. wholly owned subsidiary of Happiest Minds Technologies Limited.
  - ii. Sri Mookambika Infosolutions Private Limited wholly owned subsidiary of Happiest Minds Technologies Limited
  - iii. PureSoftware Technologies Private Limited wholly owned subsidiary of Happiest Minds Technologies Limited
  - iv. PureSoftware Pte Limited (Singapore) wholly owned subsidiary of PureSoftware Technologies Private Limited
  - v. PureSoftware Private Limited (UK) wholly owned subsidiary of PureSoftware Technologies Private Limited



- vi. PurSoftware Corp (USA) wholly owned subsidiary of PureSoftware Technologies Private Limited
  - vii. PureSoftware Sdn. Bhd. (Malaysia) wholly owned subsidiary of PureSoftware Technologies Private Limited
  - viii. PureSoftware Technology S. De. R. L. De. C.V., (Mexico) wholly owned subsidiary of PureSoftware Technologies Private Limited
  - ix. PureSoftware HK Limited (Hongkong) wholly owned subsidiary of PureSoftware Technologies Private Limited
  - x. PureSoftware Africa Limited (Kenya) wholly owned subsidiary of PureSoftware Technologies Private Limited
  - xi. PureSoftware Technologies Romania SRL (Romania) wholly owned subsidiary of PureSoftware Technologies Private Limited
  - xii. Pure Conference Private Limited wholly owned subsidiary of PureSoftware Technologies Private Limited
  - xiii. PureSoftware Private Limited (Nepal) wholly owned subsidiary of PureSoftware Technologies Private Limited
  - xiv. PureSoftware Pty (Australia) wholly owned subsidiary of PureSoftware Technologies Private Limited
  - xv. Aureus Tech Systems LLC wholly owned subsidiary of Happiest Minds Inc.
  - xvi. Aureus Tech Systems Private Limited wholly owned subsidiary of Aureus Tech Systems LLC
  - xvii. Aureus Tech Systems Canada Ltd wholly owned subsidiary of Aureus Tech Systems LLC
  - xviii. Happiest Minds Edutech Private Limited (formerly known as Macmillan Learning India Private Limited) wholly owned subsidiary of Happiest Minds Technologies Limited
  - xix. Happiest Minds Technologies Share Ownership Plan Trust
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 and 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 and Regulation 52 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. We did not review the interim financial results of the ESOP Trust included in the unaudited standalone financial results, whose interim financial results reflect total revenues Rs. Nil and Rs. Nil for the quarter and nine months ended December 31, 2024, total net profit after taxes of Rs. 90 lakhs and Rs. 261 lakhs for the quarter and nine months ended December 31, 2024 and total comprehensive loss of Rs. 3,123 lakhs and Rs. 4,335 lakhs for the quarter and nine months ended December 31, 2024, as considered in this Statement. The interim financial results of the ESOP trust have been reviewed by other auditor whose reports have been furnished to us by the management, and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the ESOP Trust, is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above.

7. We did not review the interim financial results of 17 subsidiaries included in the consolidated unaudited financial results, whose interim financial results reflects total revenues of Rs. 14,219 lakhs and Rs. 35,518 lakhs for the quarter and nine months ended December 31, 2024, total net profit after tax of Rs. 2,396 lakhs and Rs. 5,563 lakhs for the quarter and nine months ended December 31, 2024 and total comprehensive income of Rs. 2,448 lakhs and Rs. 5,834 lakhs for the quarter and nine months ended December 31, 2024 respectively, as considered in the Statement. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of these matters.

**For Deloitte Haskins & Sells**  
Chartered Accountants  
(Firm's Registration No. 008072S)

VIKAS  
BAGARIA

Digitally signed by  
VIKAS BAGARIA  
Date: 2025.02.04  
21:15:41 +05'30'

**Vikas Bagaria**  
(Partner)  
(Membership No. 060408)  
(UDIN: 25060408BMOCII5372)

Place: Bengaluru  
Date: February 4, 2025

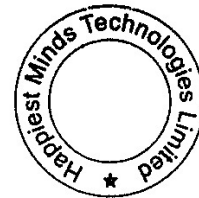
Happiest Minds Technologies Limited  
CIN : L72900KA2011PLC057931

Regd. Office:#53/1-4, Hosur Main Road, Madivala (next to Madivala Police Station) Bangalore 560 068, Karnataka, India  
Website: www.happiestminds.com , Email: IR@happiestminds.com , Tel: +91 80 6196 0300

(Rs. in lakhs)

Statement of Unaudited Consolidated Financial Results for the quarter and nine months ended December 31, 2024

Particulars	Quarter ended			Nine months ended		Year ended
	December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
	(Unaudited)	Refer note 2	Refer note 2	(Unaudited)	Refer note 2	(Audited)
<b>I. Revenue</b>						
(a) Revenue from operations	53,081	52,164	40,988	1,51,627	1,20,737	1,62,466
(b) Other income	2,296	2,703	2,429	7,543	6,016	8,537
<b>Total revenue</b>	<b>55,377</b>	<b>54,867</b>	<b>43,417</b>	<b>1,59,170</b>	<b>1,26,753</b>	<b>1,71,003</b>
<b>II. Expenses</b>						
(a) Employee benefits expense	35,577	35,055	26,139	1,00,619	75,192	1,01,469
(b) Finance costs	2,693	2,799	1,072	7,475	3,194	4,227
(c) Depreciation and amortisation expense	2,099	2,312	1,481	6,615	4,360	5,829
(d) Other expenses	8,114	7,929	6,759	23,954	20,261	27,412
<b>Total expenses</b>	<b>48,483</b>	<b>48,095</b>	<b>35,451</b>	<b>1,38,663</b>	<b>1,03,007</b>	<b>1,38,937</b>
<b>III. Profit before exceptional items and tax (I-II)</b>	<b>6,894</b>	<b>6,772</b>	<b>7,966</b>	<b>20,507</b>	<b>23,746</b>	<b>32,066</b>
<b>IV. Exceptional items (refer note 10 and 11)</b>	-	-	(107)	-	(107)	(1,402)
<b>V. Profit before tax (III-IV)</b>	<b>6,894</b>	<b>6,772</b>	<b>8,073</b>	<b>20,507</b>	<b>23,853</b>	<b>33,468</b>
<b>VI. Tax expense</b>						
Current tax	2,210	2,179	2,192	6,503	6,709	9,518
Deferred tax (credit)	(326)	(359)	(81)	(1,061)	(497)	(889)
<b>Total Tax expense</b>	<b>1,884</b>	<b>1,820</b>	<b>2,111</b>	<b>5,442</b>	<b>6,212</b>	<b>8,629</b>
<b>VII. Profit for the period / year (V-VI)</b>	<b>5,010</b>	<b>4,952</b>	<b>5,962</b>	<b>15,065</b>	<b>17,641</b>	<b>24,839</b>
<b>VIII. Other comprehensive income, net of tax [(loss)/profit]</b>						
(i) Items to be reclassified to profit or loss in subsequent periods / year						
a) Exchange difference on translation of foreign operation	336	206	16	506	96	124
b) Net change in fair value of derivatives designated as cash flow hedges	(817)	(515)	(166)	(1,188)	206	403
c) Income tax effect on above	206	129	41	299	(52)	(101)
(ii) Items not to be reclassified to profit or loss in subsequent periods / year						
a) Net change in equity instruments through other comprehensive income	-	(503)	-	(503)	(260)	(1,319)
b) Income tax effect on above	-	106	-	106	55	277
a) Re-measurement of defined benefit plans	(15)	(323)	(125)	(377)	(310)	(346)
b) Income tax effect on above	4	81	32	95	78	87
<b>IX. Total comprehensive income for the period / year (VII+VIII)</b>	<b>4,724</b>	<b>4,133</b>	<b>5,760</b>	<b>14,003</b>	<b>17,454</b>	<b>23,964</b>
<b>X. Paid-up equity share capital (Rs. 2/- each)</b>	2,999	2,995	2,981	2,999	2,981	2,987
<b>XI. Other equity</b>						1,45,037
<b>XII. Earnings per share ("EPS") (of Rs. 2/- each) (not annualised for quarters):</b>						
Basic EPS (Rs.)	3.33	3.29	3.98	10.01	11.93	16.73
Diluted EPS (Rs.)	3.33	3.29	3.96	10.01	11.89	16.73



*[Handwritten signature]*

Additional disclosures as per Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Sr. No	Particulars	Quarter ended			Nine months ended		Year ended
		December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	Decemebr 31, 2023	March 31, 2024
1	Debt-Equity ratio	0.83	0.82	0.37	0.83	0.37	0.35
2	Debt Service Coverage ratio (DSCR)	7.03	6.68	4.96	7.33	5.04	5.25
3	Interest Service Coverage ratio (ISCR)	3.82	3.65	8.89	4.05	8.88	8.97
4	Current ratio	1.39	1.37	2.64	1.39	2.64	3.14
5	Long-term Debt to Working Capital ratio	0.18	0.20	0.12	0.18	0.12	0.09
6	Bad debts to Trade receivable ratio	0.01	-	-	0.01	-	0.02
7	Current liability ratio	0.81	0.82	0.74	0.81	0.74	0.74
8	Total Debt to total Assets ratio	0.38	0.38	0.24	0.38	0.24	0.23
9	Trade Receivable Turnover Ratio	8.18	8.20	7.03	7.79	6.90	6.95
10	Operating margin (%)	0.18	0.18	0.20	0.18	0.21	0.21
11	Net profit margin (%)	0.09	0.09	0.15	0.10	0.15	0.15
12	Inventory turnover ratio	NA	NA	NA	NA	NA	NA
13	Debenture Redemption Reserve	NA	NA	NA	NA	NA	NA
14	Net worth as per Section 2(57) ( in INR Lakhs)	1,54,756	1,53,331	1,41,103	1,54,756	1,41,103	1,48,347

**Note:**

Formulae for computation of ratios are as follows:

Sr. No.	Particulars	Formulae
1	Debt-Equity ratio	$\frac{\text{Total Debt (including Lease liabilities)}}{\text{Shareholder's Equity}}$
2	Debt Service Coverage ratio (DSCR)	$\frac{\text{Profit after tax + Finance cost + Non cash operating expense}}{\text{Interest on Long-term borrowings + Principal Repayments of Long-term borrowings+ Lease Payments}}$
3	Interest Service Coverage ratio (ISCR)	$\frac{\text{Profit before interest, tax and exceptional items}}{\text{Interest expense}}$
4	Current ratio	$\frac{\text{Current assets}}{\text{Current liabilities}}$
5	Long-term Debt to Working Capital ratio	$\frac{\text{Long term borrowings (Including current maturities of long term borrowings)}}{\text{Current assets (-) Current liabilities [excluding current maturities of long term]}}$
6	Bad debts to Trade receivable ratio	$\frac{\text{Bad debts}}{\text{Average Trade receivables}}$
7	Current Liability ratio	$\frac{\text{Current liabilities}}{\text{Total liabilities}}$
8	Total Debt to total Assets ratio	$\frac{\text{Total Debt (including lease liabilities)}}{\text{Total Assets}}$
9	Trade Receivable Turnover Ratio	$\frac{\text{Net revenue (Annualised)}}{\text{Average Trade receivables}}$
10	Operating margin (%)	$\frac{\text{Profit before depreciation, finance cost, tax and exceptional items (-) Other income}}{\text{Revenue from operations}}$
11	Net profit margin (%)	$\frac{\text{Net profit after tax}}{\text{Revenue from operations}}$
12	Inventory turnover ratio	Not applicable
13	Debenture Redemption Reserve	Not applicable
14	Net worth as per Section 2(57) ( in INR Lakhs)	Aggregate value of the paid-up share capital + all reserves created out of the profits+ securities premium account -aggregate value of the accumulated losses- deferred expenditure- miscellaneous expenditure not written off - revaluation reserve - write-back of depreciation - amalgamation reserve



**Happiest Minds Technologies Limited**

CIN : L72900KA2011PLC057931

Regd. Office:#53/1-4, Hosur Main Road, Madivala (next to Madivala Police Station) Bangalore 560 068, Karnataka, India  
Website: www.happiestminds.com , Email: IR@happiestminds.com , Tel: +91 80 6196 0300

**Notes to Statement of Unaudited Consolidated Financial Results for the quarter and nine months ended December 31, 2024**

1. In terms of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, this Statement of Unaudited Consolidated Financial Results for the quarter and nine months ended December 31, 2024 ("Unaudited Consolidated Financial Results") of Happiest Minds Technologies Limited (the "Holding Company" or the "Company") and its subsidiaries (together referred to as "the Group") has been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 04, 2025 and subjected to a limited review by the Statutory Auditors of the Company.

2. The unaudited financials results for quarter and nine months ended December 31, 2023 and in respect of comparative financial results for the quarter ended September 30, 2024 was subjected to a limited review by the Statutory Auditors of the Company.

3. The Unaudited Consolidated Financial Results of the Group have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS") as prescribed under section 133 of the Companies Act 2013, and as amended, read with relevant rules thereunder and in terms of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended and SEBI Circular No.CIR/CFD/CMD/1/44/2019 dated March 29, 2019.

4. On May 22, 2024, the Group acquired 100% equity interest of PureSoftware Technologies Private Limited ("PSTPL"). The Company paid the cash consideration of INR 63,947 lakhs and INR 118 lakhs on May 22, 2024 and August 19, 2024 respectively, and the shares were transferred on May 28, 2024. As a result of this acquisition, the Group has recorded goodwill of INR 56,373 lakhs and other intangible assets of INR 15,553 lakhs, and a contingent considerations of INR 10,814 lakhs. Costs incurred on the acquisition of about INR 605 Lakhs has been grouped under "Other expenses".

5. On May 24, 2024, the Group acquired 100% membership interest in Aureus Tech Systems LLC ('Aureus'). The Company paid cash consideration of INR 6,608 lakhs and INR 525 lakhs on May 24, 2024 and September 4, 2024 respectively, and the membership interest in Aureus were transferred on May 27, 2024. As a result of this acquisition, the Group has recorded goodwill of INR 4,783 lakhs and other intangible assets of INR 4,398 lakhs, and a contingent considerations of INR 2,425 lakhs. The Group incurred acquisition cost of INR 38 Lakhs and it is grouped under "Other expenses".

6. On April 18, 2024, the Group acquired 100% equity in Macmillan Learning India Private Limited, a Bangalore based company for a total purchase consideration of INR 445 Lakhs. The Company paid the purchase consideration on April 30, 2024.

7. The financial results of the Company on standalone basis is as follows:

Particulars	(Rs. in lakhs)					
	Quarter ended			Nine months ended		Year ended
	December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
	(Unaudited)	Refer note 2	Refer note 2	(Unaudited)	Refer note 2	(Audited)
Total revenue (including other income)	39,525	40,106	42,017	1,19,486	1,18,343	1,58,414
Profit before tax	3,928	5,224	9,930	15,134	25,105	32,496
Profit for the period / year	2,870	3,826	7,983	11,080	19,180	24,573
Total comprehensive income for the period / year ended	2,254	3,252	7,787	9,964	19,094	24,594

8. The Group has established new business unit, Generative AI Business Services (GBS). Further it merged its existing business units of Digital Business Services ("DBS") and Product Engineering Services ("PES") to form Product and Digital Engineering service ("PDES"). The Business unit of Infrastructure Management & Security Services (IMSS) continues to operate with no change. The GBS Business unit offers IT services around Generative AI and allied services. The new structure was effective April 1, 2024.

The information for the earlier periods basis the new segment has not been restated as the information is not readily available and the cost to identify the information would be excessive. The information for the current period on both the old basis and the new basis of segmentation has not been disclosed for similar reason.

9. The segment reporting of the Group has been prepared in accordance with Ind AS-108 on 'Operating Segments'. The Executive Management of the Group examines performance based on its three Business units of GBS, PDES and IMSS.

Segment wise revenue and results are as follows:

Particulars	(Rs. in lakhs)					
	Quarter ended			Nine months year ended		Year ended
	December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
	(Unaudited)	Refer note 2	Refer note 2	(Unaudited)	Refer note 2	(Audited)
<b>1. Segment revenue</b>						
IMSS	8,045	7,876	7,299	23,913	22,195	29,746
PDES	44,215	43,442	33,689	1,25,334	98,542	1,32,720
GBS	821	846	-	2,380	-	-
<b>Total</b>	<b>53,081</b>	<b>52,164</b>	<b>40,988</b>	<b>1,51,627</b>	<b>1,20,737</b>	<b>1,62,466</b>
<b>2. Segment results</b>						
IMSS	2,395	2,201	1,983	7,172	5,797	7,751
PDES	10,530	10,348	11,141	30,911	32,384	45,070
GBS	(484)	(314)	-	(1,086)	-	-
<b>Total</b>	<b>12,440</b>	<b>12,236</b>	<b>13,124</b>	<b>36,997</b>	<b>38,181</b>	<b>52,821</b>
Unallocable other income	2,296	2,702	2,429	7,543	6,016	8,537
Unallocable finance cost	(1,363)	(1,742)	(1,012)	(4,475)	(3,015)	(4,022)
Unallocable depreciation and amortisation expenses	(1,117)	(1,100)	(895)	(3,175)	(2,519)	(3,672)
Other unallocable expenses	(5,362)	(5,324)	(5,573)	(16,381)	(14,810)	(20,196)
Tax expense	(1,884)	(1,820)	(2,111)	(5,443)	(6,212)	(8,629)
<b>Profit after tax</b>	<b>5,010</b>	<b>4,952</b>	<b>5,962</b>	<b>15,065</b>	<b>17,641</b>	<b>24,839</b>

Segment wise assets and liabilities are as follows:

Particulars	(Rs. in lakhs)	
	As at	
	December 31, 2024	March 31, 2024
	(Unaudited)	(Audited)
<b>1. Segment assets</b>		
IMSS	8,262	7,291
PDES	1,40,790	55,362
GBS	254	-
Other unallocable assets	1,84,880	1,62,126
<b>Total assets</b>	<b>3,34,186</b>	<b>2,24,779</b>
<b>2. Segment liabilities</b>		
IMSS	1,223	2,131
PDES	94,867	8,979
GBS	2	-
Other unallocable liabilities	84,514	65,645
<b>Total liabilities</b>	<b>1,80,606</b>	<b>76,755</b>



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**Notes to Statement of Unaudited Consolidated Financial Results for the quarter and nine months ended December 31, 2024**

10. On January 1, 2023, the Group obtained operational and management control of Sri Mookambika Infosolutions Private Limited ('SMI'), a Madurai based Company which provides IT services, through a Control Agreement. The Group acquired 100% equity in SMI for total consideration of INR 13,694 lakhs, comprising cash consideration of INR 11,132 lakhs and fair-value of contingent consideration of INR 2,562 lakhs payable over the next 2 years subject to achievement of set targets. The Company paid the cash consideration of INR 11,132 lakhs on February 6 2023 and the shares were transferred on the same day. As a result of this acquisition the Group recorded goodwill of INR 5,404 lakhs and other intangible assets of INR 8,259 lakhs. The Group has consolidated SMI w.e.f January 1, 2023.

The contingent consideration was classified as a financial liability as per Ind AS 109 'Financial Instruments' and was measured at fair value. The Accounting Standard mandates that any subsequent changes in such fair value will have to be recognized in the statement of profit and loss. The total consideration for acquisition of SMI includes a contingent consideration payable over a period of 2 years ending December 31, 2024. The Group has re-measured the fair value of the liability and the change in fair value amounting to INR 107 lakhs and INR 143 lakhs has been recognised in the statement of profit and loss and disclosed as an 'Exceptional Item' for the quarter ended December 31, 2023 and year ended March 31,2024 respectively. There is no further revision in the estimate.

11. The Group had acquired 100% Equity interest in Happiest Minds Inc. (erstwhile PGS Inc.) vide definitive agreements signed on January 27, 2021, for a total recorded consideration of US \$ 13.31 million (INR 9,720 lakhs), comprising cash consideration of US \$ 8.25 million (INR 6,025 lakhs) and fair-valued contingent consideration in the form of warrants of US \$ 5.06 million (INR 3,696 lakhs) payable over the next 3 years.

The contingent consideration was classified as a financial liability as per Ind AS 109 'Financial Instruments' and was measured at fair value. The Accounting Standard mandates that any subsequent changes in such fair value will have to be recognized in the statement of profit and loss. The Group has re-measured the fair value of the liability and the change in fair value amounting to INR 1,259 lakhs has been recognised in the statement of profit and loss and disclosed as an 'Exceptional Item' for the quarter and year ended March 31, 2024.

12. On February 02, 2025, the Group signed share purchase agreement with Gavs Technologies Limited to acquire 100% of business interest of their Middle East business by acquiring namely InnovazIT Technologies LLC, Dubai; Gavs Technologies LLC, Oman and Gavs Technologies Saudi Arabia, for a total purchase consideration of US \$ 1.70 million (INR 1,470 lakhs). The acquisition is expected to be completed by March 15, 2025.

13. Rules in relation to 'The Code on Social Security, 2020 ('Code') yet to be notified and the final rules/interpretation have not yet been issued. The Group will assess the impact of the Code when it comes into effect.

14. Previous quarter's/ year's figures have been regrouped/ reclassified wherever necessary to conform with current year classification.

15. The above Unaudited Consolidated Financial Results of the Group are available on the Company's website www.happiestminds.com and also that of BSE (www.bseindia.com) and NSE (www.nseindia.com).

For and on behalf of the Board  
For Happiest Minds Technologies Limited



Venkatraman Narayanan  
Managing Director & Chief Financial Officer  
DIN : 01856347

## **INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS**

### **TO THE BOARD OF DIRECTORS OF Happiest Minds Technologies Limited**

1. We have reviewed the accompanying Statement of interim Standalone Unaudited Financial Results of Happiest Minds Technologies Limited ("the Company"), for the quarter and nine months ended December 31, 2024 ("the Statement"), which includes financial statements of Happiest Minds Technologies Share Ownership Plans Trust (the "ESOP Trust"), being submitted by the Company pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations")
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. Based on our review conducted as stated in paragraph 3 above and based on the consideration of the review reports of the other auditor as referred in paragraph 5 below nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 and Regulation 52 of the SEBI Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**Deloitte  
Haskins & Sells**

5. We did not review the interim financial results of the ESOP Trust included in the unaudited standalone financial results, whose interim financial results reflect total revenues Rs. Nil and Rs. Nil for the quarter and nine months ended December 31, 2024, total net profit after taxes of Rs. 90 lakhs and Rs. 261 lakhs for the quarter and nine months ended December 31, 2024 and total comprehensive loss of Rs. 3,123 lakhs and Rs. 4,335 lakhs for the quarter and nine months ended December 31, 2024, as considered in this Statement. The interim financial results of the ESOP trust have been reviewed by other auditor whose reports have been furnished to us by the management, and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of the ESOP Trust, is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of this matter.

**For Deloitte Haskins & Sells**  
Chartered Accountants  
(Firm's Registration No. 008072S)

**VIKAS**  
**BAGARIA**

Digitally signed  
by VIKAS  
BAGARIA  
Date: 2025.02.04  
21:20:20 +05'30'

**Vikas Bagaria**  
(Partner)  
(Membership No. 060408)  
(UDIN: 25060408BMOCIJ2087)

Place: Bengaluru  
Date: February 4, 2025



Happiest Minds Technologies Limited

CIN : L72900KA2011PLC057931

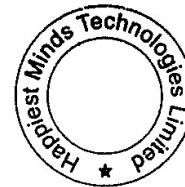
Regd. Office:#53/1-4, Hosur Main Road, Madivala (next to Madivala Police Station) Bangalore 560 068, Karnataka, India

Website: www.happiestminds.com , Email: Investors@happiestminds.com , Tel: +91 80 6196 0300

(Rs. in lakhs)

Statement of Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2024

Particulars	Quarter ended			Nine months ended		Year ended
	December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
	(Unaudited)	Refer note 2	Refer note 2	(Unaudited)	Refer note 2	(Audited)
<b>I. Revenue</b>						
(a) Revenue from operations	37,323	37,465	37,058	1,12,028	1,09,764	1,47,288
(b) Other income	2,202	2,641	4,959	7,458	8,579	11,126
<b>Total revenue</b>	<b>39,525</b>	<b>40,106</b>	<b>42,017</b>	<b>1,19,486</b>	<b>1,18,343</b>	<b>1,58,414</b>
<b>II. Expenses</b>						
(a) Employee benefits expense	26,041	25,390	24,424	76,311	70,199	94,772
(b) Finance costs	2,447	2,493	1,064	6,713	3,194	4,227
(c) Depreciation and amortisation expense	952	937	894	2,795	2,517	3,430
(d) Other expenses	6,157	6,062	5,812	18,533	17,435	23,632
<b>Total expenses</b>	<b>35,597</b>	<b>34,882</b>	<b>32,194</b>	<b>1,04,352</b>	<b>93,345</b>	<b>1,26,061</b>
<b>III. Profit before exceptional items and tax (I-II)</b>	<b>3,928</b>	<b>5,224</b>	<b>9,823</b>	<b>15,134</b>	<b>24,998</b>	<b>32,353</b>
<b>IV. Exceptional items (refer note 8)</b>	-	-	(107)	-	(107)	(143)
<b>V. Profit before tax (III-IV)</b>	<b>3,928</b>	<b>5,224</b>	<b>9,930</b>	<b>15,134</b>	<b>25,105</b>	<b>32,496</b>
<b>VI. Tax expense</b>						
Current tax	1,130	1,533	1,967	4,298	6,044	8,320
Deferred tax credit	(72)	(135)	(20)	(244)	(119)	(397)
<b>Total tax expense</b>	<b>1,058</b>	<b>1,398</b>	<b>1,947</b>	<b>4,054</b>	<b>5,925</b>	<b>7,923</b>
<b>VII. Profit for the period / year (V-VI)</b>	<b>2,870</b>	<b>3,826</b>	<b>7,983</b>	<b>11,080</b>	<b>19,180</b>	<b>24,573</b>
<b>VIII. Other comprehensive income, net of tax [(loss)/profit]</b>						
(i) Item to be reclassified to profit or loss in subsequent periods / year						
Net movement on effective portion of cash flow hedges [gains/ (losses)]	(780)	(515)	(166)	(1,151)	206	403
Income tax effect	198	129	42	291	(52)	(101)
(ii) Item not to be reclassified to profit or loss in subsequent periods / year						
Re-measurement gains/ (losses) on defined benefit plans	(46)	(251)	(97)	(342)	(321)	(376)
Income tax effect	12	63	25	86	81	95
<b>IX. Total comprehensive income for the period / year (VII-VIII)</b>	<b>2,254</b>	<b>3,252</b>	<b>7,787</b>	<b>9,964</b>	<b>19,094</b>	<b>24,594</b>
<b>X. Paid-up equity share capital (Rs. 2/- each)</b>	<b>2,999</b>	<b>2,995</b>	<b>2,981</b>	<b>2,999</b>	<b>2,981</b>	<b>2,987</b>
<b>XI. Other equity</b>						<b>1,44,383</b>
<b>XII. Earnings per share ("EPS") (of Rs. 2/- each) (not annualised for quarters):</b>						
Basic EPS (Rs.)	1.91	2.54	5.32	7.36	12.97	16.55
Diluted EPS (Rs.)	1.91	2.54	5.30	7.36	12.92	16.55



*[Handwritten signature]*

Additional disclosures as per Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Sr. No	Particulars	Quarter ended			Nine months ended		Year ended
		December 31, 2024	September 30, 2024	December 31, 2023	December 31, 2024	December 31, 2023	March 31, 2024
1	Debt-Equity ratio	0.80	0.78	0.37	0.80	0.37	0.35
2	Debt Service Coverage ratio (DSCR)	4.72	5.58	5.79	5.37	4.98	5.03
3	Interest Service Coverage ratio (ISCR)	2.70	3.18	10.69	3.37	9.19	8.97
4	Current ratio	1.37	1.41	2.75	1.37	2.75	3.19
5	Long-term Debt to Working Capital ratio	0.21	0.20	0.12	0.21	0.12	0.09
6	Bad debts to Trade receivable ratio	0.01	-	-	0.01	-	0.02
7	Current liability ratio	0.88	0.87	0.75	0.88	0.75	0.75
8	Total Debt to total Assets ratio	0.40	0.39	0.24	0.40	0.24	0.23
9	Trade Receivable Turnover Ratio	6.24	6.48	6.84	6.24	6.75	6.84
10	Operating margin (%)	0.14	0.16	0.18	0.15	0.20	0.20
11	Net profit margin (%)	0.08	0.10	0.22	0.10	0.17	0.17
12	Inventory turnover ratio	NA	NA	NA	NA	NA	NA
13	Debenture Redemption Reserve	NA	NA	NA	NA	NA	NA
14	Net worth as per Section 2(57) ( in INR Lakhs)	1,49,692	1,50,423	1,41,809	1,49,692	1,41,809	1,47,235

**Note:**

Formulae for computation of ratios are as follows:

Sr. No.	Particulars	Formulae
1	Debt-Equity ratio	$\frac{\text{Total Debt (including Lease liabilities)}}{\text{Shareholder's Equity}}$
2	Debt Service Coverage ratio (DSCR)	$\frac{\text{Profit after tax + Finance cost + Non cash operating expense}}{\text{Interest on Long-term borrowings + Principal Repayments of Long-term borrowings+ Lease Payments}}$
3	Interest Service Coverage ratio (ISCR)	$\frac{\text{Profit before interest, tax and exceptional items}}{\text{Interest expense}}$
4	Current ratio	$\frac{\text{Current assets}}{\text{Current liabilities}}$
5	Long-term Debt to Working Capital ratio	$\frac{\text{Long term borrowings (Including current maturities of long term borrowings)}}{\text{Current assets (-) Current liabilities [excluding current maturities of long term]}}$
6	Bad debts to Trade receivable ratio	$\frac{\text{Bad debts}}{\text{Average Trade receivables}}$
7	Current Liability ratio	$\frac{\text{Current liabilities}}{\text{Total liabilities}}$
8	Total Debt to total Assets ratio	$\frac{\text{Total Debt (Including lease liabilities)}}{\text{Total Assets}}$
9	Trade Receivable Turnover Ratio	$\frac{\text{Net revenue (Annualised)}}{\text{Average Trade receivables}}$
10	Operating margin (%)	$\frac{\text{Profit before depreciation, finance cost, tax and exceptional items (-) Other income}}{\text{Revenue from operations}}$
11	Net profit margin (%)	$\frac{\text{Net profit after tax}}{\text{Revenue from operations}}$
12	Inventory turnover ratio	Not applicable
13	Debenture Redemption Reserve	Not applicable
14	Net worth as per Section 2(57) ( in INR Lakhs)	Aggregate value of the paid-up share capital + all reserves created out of the profits+ securities premium account -aggregate value of the accumulated losses- deferred expenditure- miscellaneous expenditure not written off - revaluation reserve - write-back of depreciation - amalgamation reserve



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**Notes to Statement of Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2024**

1. In terms of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, this Statement of Unaudited Standalone Financial Results for the quarter and nine months ended December 31, 2024 ("Unaudited Standalone Financial Results") of Happiest Minds Technologies Limited (the "Company") has been reviewed by the Audit Committee and approved by the Board of Directors at their meeting held on February 04, 2025 and subjected to a limited review by the Statutory Auditors of the Company.

2. The unaudited financials results for the quarter and nine months ended December 31, 2023 and in respect of comparative financial results for the quarter ended September 30, 2024 was subjected to a limited review by the Statutory Auditors of the Company.

3. The Unaudited Standalone Financial Results of the Company have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards ("Ind AS") as prescribed under section 133 of the Companies Act 2013 and, as amended, read with relevant rules thereunder and in terms of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended and SEBI Circular No.CIR/CFD/CMD1/44/2019 dated March 29, 2019.

4. The Company publishes unaudited standalone financial results along with the unaudited consolidated financial results. In accordance with Ind AS 108, Operating segments, the Company has disclosed the segment information in the unaudited interim consolidated financial results. Accordingly, the segment information is given in the unaudited consolidated financial results of Happiest Minds Technologies Limited and its subsidiary for the quarter and nine months ended December 31, 2024.

5. On May 22, 2024, the Company acquired 100% equity interest of PureSoftware Technologies Private Limited ("PSTPL"). The Company paid the cash consideration of INR 63,947 lakhs and INR 118 lakhs on May 22, 2024 and August 19, 2024 respectively, and the shares were transferred on May 28, 2024. As a result of this acquisition, the Company has recorded goodwill of INR 56,373 lakhs and other intangible assets of INR 15,553 lakhs, and a contingent considerations of INR 10,814 lakhs. Costs incurred on the acquisition of about INR 605 Lakhs has been grouped under "Other expenses".

6. On May 24, 2024, the Company acquired 100% membership interest in Aureus Tech Systems LLC ('Aureus'). The Company paid cash consideration of INR 6,608 lakhs and INR 525 lakhs on May 24, 2024 and September 4, 2024 respectively, and the membership interest in Aureus were transferred on May 27, 2024. As a result of this acquisition, the Company has recorded goodwill of INR 4,783 lakhs and other intangible assets of INR 4,398 lakhs, and a contingent considerations of INR 2,425 lakhs. The Company incurred acquisition cost of INR 38 Lakhs and it is grouped under "Other expenses".

The initial accounting of the acquisition stated in paragraph 5 and 6 above, were incomplete for the quarter ended June 30, 2024. Accordingly the fair value measured in June 30, 2024 quarter were on a provisional basis. During current quarter, the Company retrospectively adjusted the provisional amounts to reflect new information obtained about facts and circumstances that existed as of the acquisition date. Consequently, the fair value of identified assets and liabilities, and contingent considerations have been revised accordingly.

7. On April 18, 2024, the company acquired 100% equity in Macmillan Learning India Private Limited, a Bangalore based company for a total purchase consideration of INR 445 Lakhs. The Company paid the purchase consideration on April 30, 2024.

8. On January 1, 2023, the Company obtained operational and management control of Sri Mookambika Infosolutions Private Limited ('SMI'), a Madurai based Company which provides IT services, through a Control Agreement. The Company acquired 100% equity in SMI for total consideration of INR 13,694 lakhs, comprising cash consideration of INR 11,132 lakhs and fair-value of contingent consideration of INR 2,562 lakhs payable over the next 2 years subject to achievement of set targets. The Company paid the cash consideration of INR 11,132 lakhs on February 6, 2023 and the shares were transferred on the same day.

The contingent consideration was classified as a financial liability as per Ind AS 109 'Financial Instruments' and was measured at fair value. The Accounting Standard mandates that any subsequent changes in such fair value will have to be recognized in the statement of profit and loss. The total consideration for acquisition of SMI includes a contingent consideration payable over a period of 2 years ending December 31, 2024. The Company has re-measured the fair value of the liability and the change in fair value amounting to INR 107 lakhs and INR 143 Lakhs has been recognised in the statement of profit and loss and disclosed as an 'Exceptional Item' for the quarter December 31, 2023 ended and year ended March 31, 2024 respectively. There is no further revision in the estimate.

9. On February 02, 2025, the Company signed share purchase agreement with Gavs Technologies Limited to acquire 100% of business interest of their Middle East business by acquiring namely InnovazIT Technologies LLC, Dubai; Gavs Technologies LLC, Oman and Gavs Technologies Saudi Arabia, for a total purchase consideration of US \$ 1.70 million (INR 1,470 lakhs). The acquisition is expected to be completed by March 15, 2025.

10. Rules in relation to 'The Code on Social Security, 2020 ('Code') yet to be notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the Code when it comes into effect.

11. Previous quarter/s/ year's figures have been regrouped/ reclassified wherever necessary to conform with current year classification.

12. The above Unaudited Standalone Financial Results of the Company are available on the Company's website www.happiestminds.com and also that of BSE (www.bseindia.com) and NSE (www.nseindia.com).

For and on behalf of the Board  
For Happiest Minds Technologies Limited



Venkatraman Narayanan  
Managing Director & Chief Financial Officer  
DIN : 01856347

February 04, 2025

Listing Compliance & Legal Regulatory  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai 400 001  
Stock Code: 543227, 974728, 974820 & 975101

Listing & Compliance  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra East, Mumbai 400 051  
Stock Code: HAPPSTMNDS

Dear Sir/Madam,

**Sub: Disclosure under Regulation 54(2) & 54(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to Regulation 54(2) & 54(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Non-convertible Debentures issued by the Company up to December 31, 2024, are unsecured, therefore this regulation relating to disclosure of security cover is not applicable to the Company.

We enclose herewith a 'NIL/NA report with respect to security cover for the quarter ended December 31, 2024, in the format prescribed under Chapter V of SEBI Circular No. SEBI/HO/DDHS/P/CIR/2023/50 dated March 31, 2023.

This is for your information and records.

Thanking you,  
Yours faithfully,  
For **Happiest Minds Technologies Limited**

**Praveen Kumar Darshankar**  
**Company Secretary & Compliance Officer**  
**Membership No. F6706**



**Format for Security Cover**

Column A	Column B	Column C	Column D	Column E	Column F	Column G	Column H	Column I	Column J	Column K	Column L	Column M	Column N	Column O
Particulars		Exclusive Charge	Exclusive Charge	Pari- Passu Charge	Pari- Passu Charge	Pari- Passu Charge	Assets not Offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
	Description of asset for which this certificate relate	Debt for which this certificate being issued	Other Secured Debt	Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari passu charge)	Other assets on which there is pari-Passu charge (excluding items covered in column F)		debt amount considered more (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying/book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets <sup>viii</sup>	Carrying value/ book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable)	Total Value (=K+L+M+N)
		Book Value	Book Value	Yes/ No	Book Value	Book Value								
<b>ASSETS</b>														
Property, Plant and Equipment														
Capital Work-in- Progress														
Right of Use Assets														
Goodwill														
Intangible Assets														
Intangible Assets Under Development														
Investments														
Loans														
Inventories														
Trade Receivables														
Cash and Cash Equivalents														
Bank Balances other than Cash and Cash Equivalents														
Others														
<b>Total</b>														
<b>LIABILITIES</b>														
Debt securities to which this certificate pertains														
Other debt Sharing pari-passu charge with above debt														
Other Debt														
<i>Subordinated debt</i>														
<i>Borrowings</i>														
<i>Bank</i>														
<i>Debt Securities</i>														
<i>Others</i>														
<i>Trade payables</i>														
<i>Lease Liabilities</i>														
<i>Provisions</i>														
<i>Others</i>														
<b>Total</b>														
<b>Cover on Book Value</b>														
<b>Cover on Market Value</b>														

**NIL/NOT APPLICABLE**

# Investor Presentation

Q3 FY 25





# About Happiest Minds

Next-Gen Digital Transformation, Infrastructure, Security and Product Engineering Services Company

<p><b>96% Digital</b> <b>Born Digital</b></p>	<p><b>94% Agile</b> <b>Born Agile</b></p>	<p><b>278 Active Clients</b> <b>85</b> Fortune2000 / Forbes200 Billion \$ Corporations <b>95%</b> Repeat Business</p>	<p><b>21.8% RoCE<sup>1</sup></b> <b>14.0% RoE</b></p>
<p><b>Mission Statement</b> <b>Happiest People</b> <b>Happiest Customers</b></p> <p><b>SMILES Values</b> Sharing, Mindful, Integrity, Learning, Excellence, Social Responsibility</p>	<p><b>6,630</b> <b>Happiest Minds</b> across <b>13 Countries</b> <b>27.3% Gender Diversity</b></p>	<p><b>Great Place To Work<sup>®</sup></b></p> <ul style="list-style-type: none"> <li>• <b>Top 100</b> India's Best Workplaces™ in IT &amp; IT-BPM for 2023</li> <li>• <b>Top 50</b> India's Best Workplaces™ for Building a Culture of Innovation 2023</li> <li>• <b>Top 100</b> India's Best Workplaces™ for Women 2024</li> <li>• <b>Top 50</b> India's Best Workplaces™ in Health &amp; Wellness 2024</li> </ul>	<p><b>Constant Currency</b> <b>growth of 28.2% y-o-y</b> <b>EBITDA margin 21.1%</b> <b>In Q3 FY25</b></p>

**Promoter**




**Ashok Soota**





**IPO** - In September 2020


- Completed 13 years in August 2024
- 770,000 shareholders
- Experienced and diverse board of eight
- Professional management led by the Executive Board



**Golden Peacock**  
Corporate Governance Award 2022  
Business Excellence Award 2021







# Mission, Vision and Values

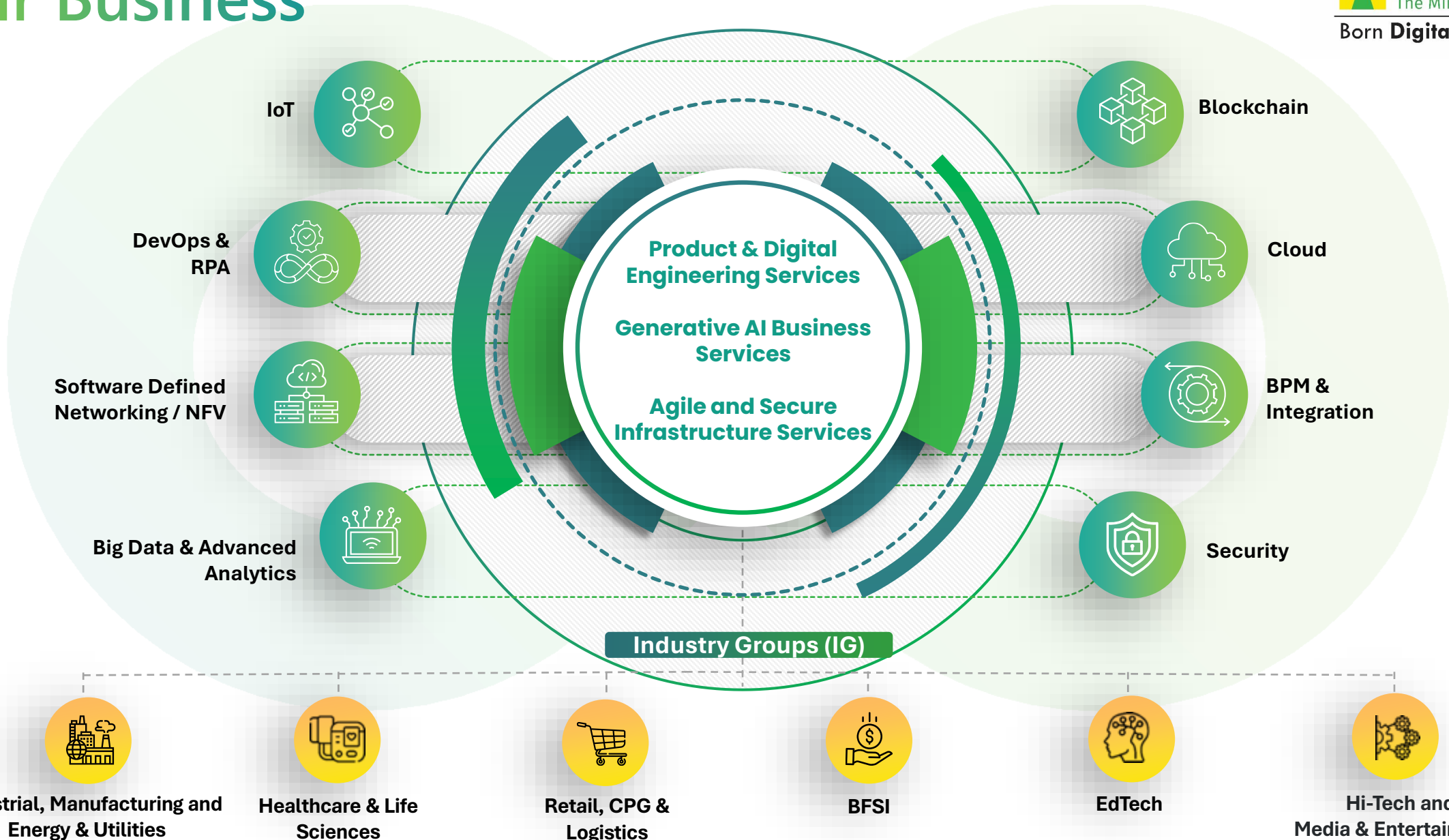
## Our 2021-31 Vision - DELiGHT

## Our SMILES Values





# Our Business



# Born Digital . Born Agile The Mindful IT Company

## CREATING DIGITAL CAPITAL

Business Transformation



Business Insights



Platformize & Modernize



Reimagining Customer Experience



being mindful

In The Moment

doing mindful

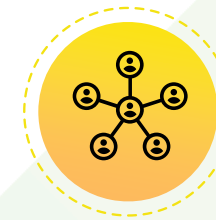
Perceive Immersively

Process Non-judgementally

Perform Empathetically

## MINDFULLY AGILE

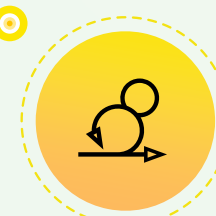
Agile Organization



Agile Business



Agile Delivery



Engineering & Operational Excellence



# Key Project Wins

For a **global technology & service major**, Happiest Minds is partnering to implement core banking technology to streamline operations and enhance client satisfaction, for the mortgage division of a large multinational banking and financial services company



For a **global EV Original Equipment Manufacturer (OEM)**, Happiest Minds was chosen as one of the key partners to build their data platform

For a **US logistics tech provider**, Happiest Minds is driving their digital transformation agenda and building intelligent conversational dashboards using Gen AI



For an **India-based global payments solution company**, Happiest Minds was chosen to co-develop multiple mission-critical applications



For an **American multinational financial services company**, Happiest Minds is transforming their Enterprise Content Management Systems



For a **global MedTech company**, Happiest Minds is leveraging Microsoft Power Platform to build their engineering platform



For a **US Healthtech company**, Happiest Minds is providing Infrastructure Management Services



For a **Middle East based global bank**, Happiest Minds is providing Risk and Governance consulting services

# Awards



Happiest Minds' Integrated Annual Report 2024, **ranked #42 globally, wins Gold and Silver Awards** at the LACP 2024 Spotlight Awards

Recognized among 2024 Avtar & Seramount Best Companies for **Women in India in IT and Exemplar of Inclusion in the Most Inclusive Companies Index**

**Top 100 India's Best Workplaces™ for IT & IT-BPM 2024** by Great Place To Work®

# Analyst **Mentions**



# Operational and Financial Metrics

Q3 FY 25





# Results Q3 FY 25

All amounts in ₹ Lakhs unless stated otherwise

Particulars	Q3 FY25	Q2 FY25	QoQ	Q3 FY24	YoY	9M FY25	9M FY24	YoY
<b>Revenues (\$'000)</b>	<b>62,719</b>	<b>62,385</b>	<b>0.5%</b>	49,366	<b>27.0%</b>	<b>180,651</b>	146,053	<b>23.7%</b>
<b>Growth in CC</b>			<b>0.8%</b>		<b>28.2%</b>			<b>24.8%</b>
<b>Revenues</b>	<b>53,081</b>	<b>52,164</b>	<b>1.8%</b>	40,988	<b>29.5%</b>	<b>151,627</b>	120,737	<b>25.6%</b>
<i>Other Income</i>	2,296	2,703		2,429		7,543	6,016	
<b>Total Income</b>	<b>55,376</b>	<b>54,867</b>	<b>0.9%</b>	43,417	<b>27.5%</b>	<b>159,170</b>	126,753	<b>25.6%</b>
<b>EBITDA</b>	<b>11,686</b>	<b>11,882</b>	<b>(1.6)%</b>	10,519	<b>11.1%</b>	<b>35,240</b>	31,300	<b>12.6%</b>
%	21.1%	21.7%		24.2%		22.1%	24.7%	
<b>Operating Margin<sup>1</sup></b>	<b>9,264</b>	<b>9,352</b>	<b>(0.9)%</b>	8,232	<b>12.5%</b>	<b>27,812</b>	25,654	<b>8.4%</b>
%	17.5%	17.9%		20.1%		18.3%	21.2%	
<i>Finance Cost</i>	2,442	2,551		1,014		6,733	3,012	
<i>Depreciation</i>	1,172	1,154		871		3,512	2,872	
<b>Profit before Non Cash/Exceptional</b>	<b>8,073</b>	<b>8,178</b>	<b>(1.3)%</b>	<b>8,634</b>	<b>(6.5)%</b>	<b>24,995</b>	<b>25,415</b>	<b>(1.7)%</b>
%	14.6%	14.9%		19.9%		15.7%	20.1%	
<i>Amortization/Unwinding Interest<sup>2</sup></i>	1,178	1,406		668		3,845	1,668	
<i>Exceptional Item</i>	-	-		107		(643)	107	
<b>PBT</b>	<b>6,894</b>	<b>6,771</b>	<b>1.8%</b>	8,073	<b>(14.6)%</b>	<b>20,508</b>	23,854	<b>(14.0)%</b>
%	12.5%	12.3%		18.6%		12.9%	18.8%	
<b>Tax</b>	<b>1,884</b>	<b>1,820</b>		2,111		<b>5,443</b>	6,211	
%	3.4%	3.3%		4.9%		3.4%	4.9%	
<b>PAT</b>	<b>5,010</b>	<b>4,951</b>	<b>1.2%</b>	5,962	<b>(16.0)%</b>	<b>15,065</b>	17,643	<b>(14.6)%</b>
%	9.0%	9.0%		13.7%		9.5%	13.9%	

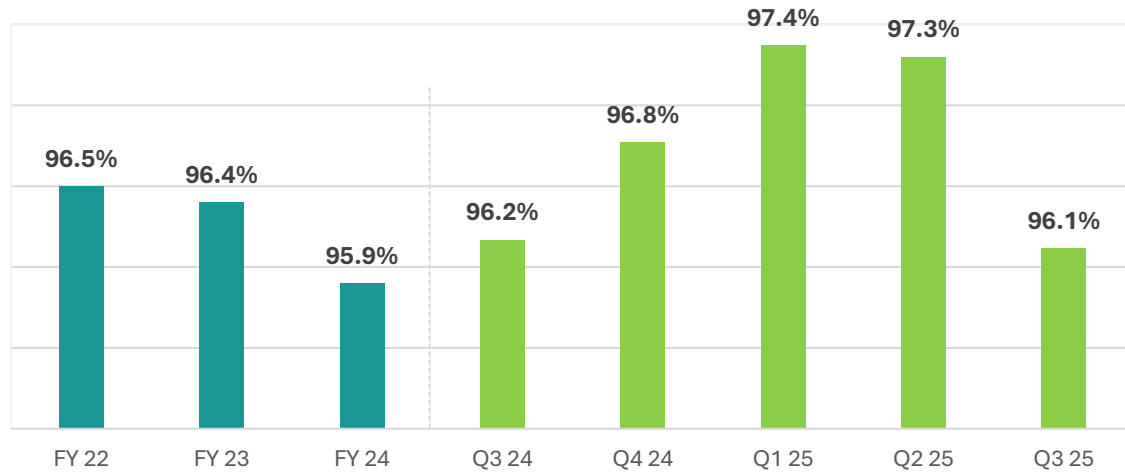
Note 1 - Operating Margin - EBITDA excluding other income

Note 2 - Amortization and unwinding interest are non cash items from the acquisition

# Born Digital . Born Agile

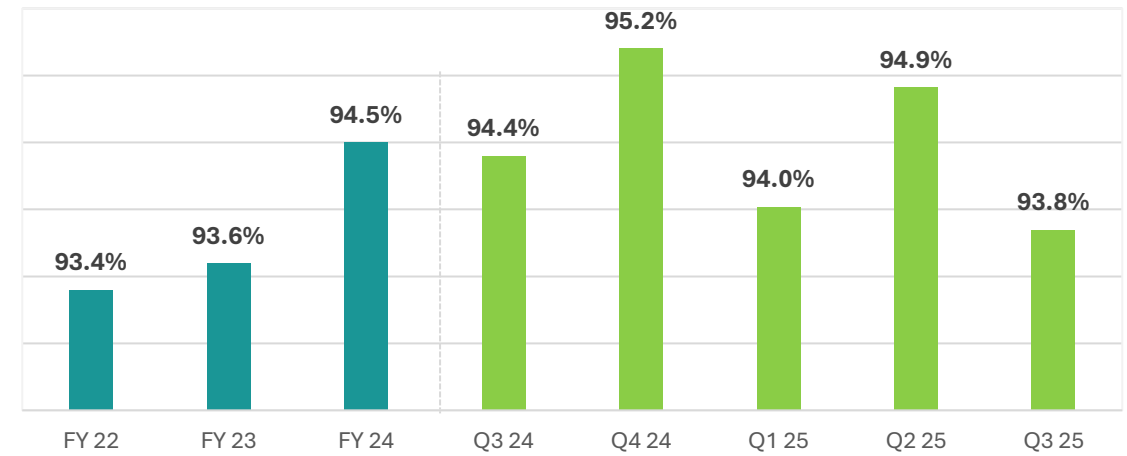
## Digital

% of Revenue

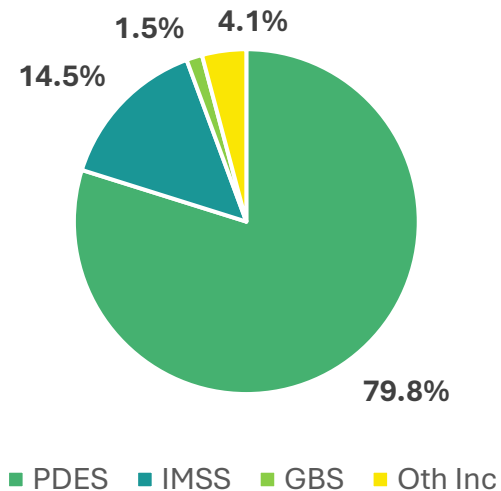


## Agile

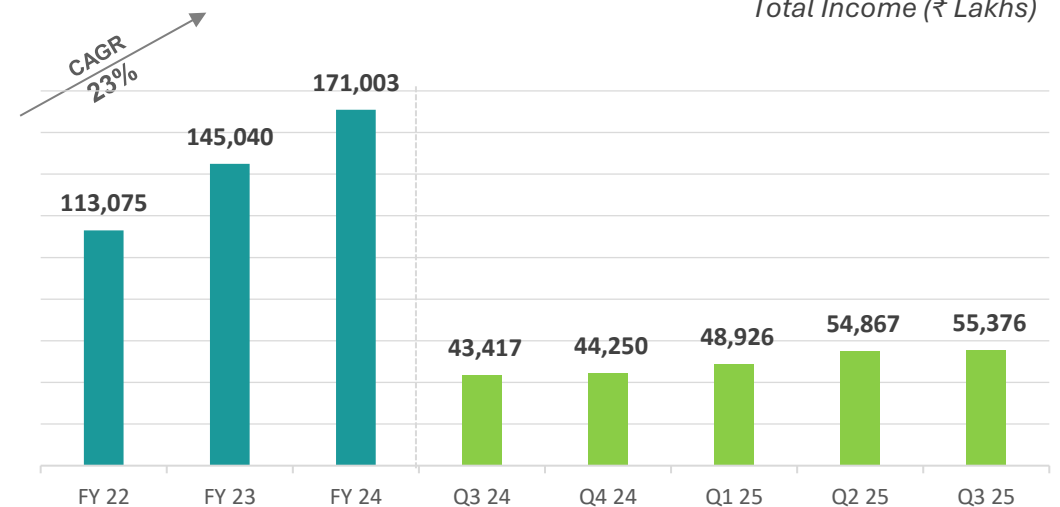
% of Revenue



## Revenue by Business Unit



Total Income (₹ Lakhs)



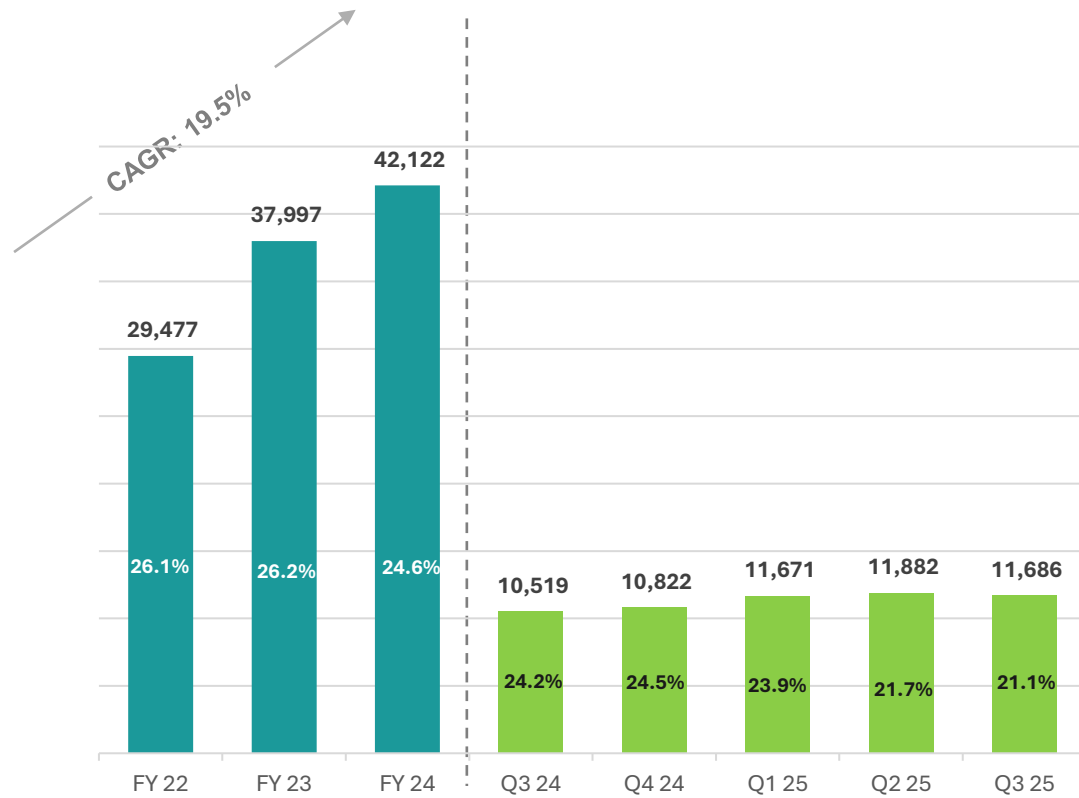


# Operational & Financial Metrics

## EBITDA

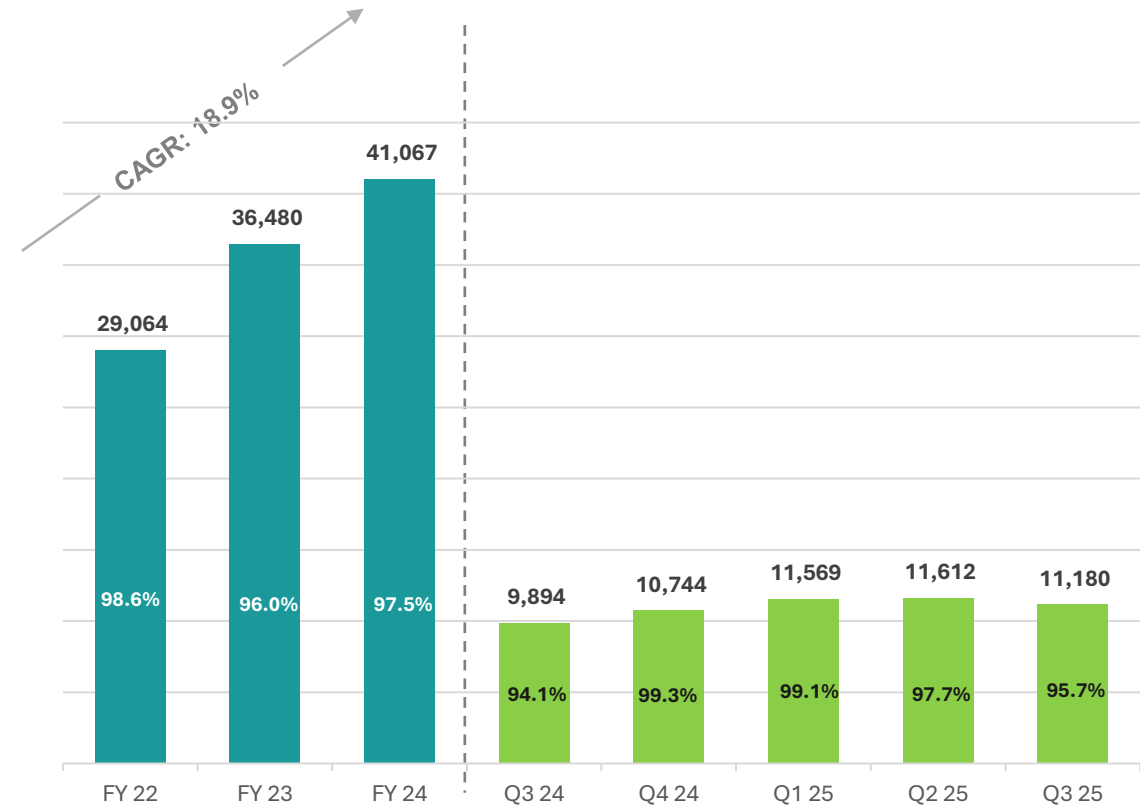
(₹ Lakhs)

Margin



## High FCF Conversion

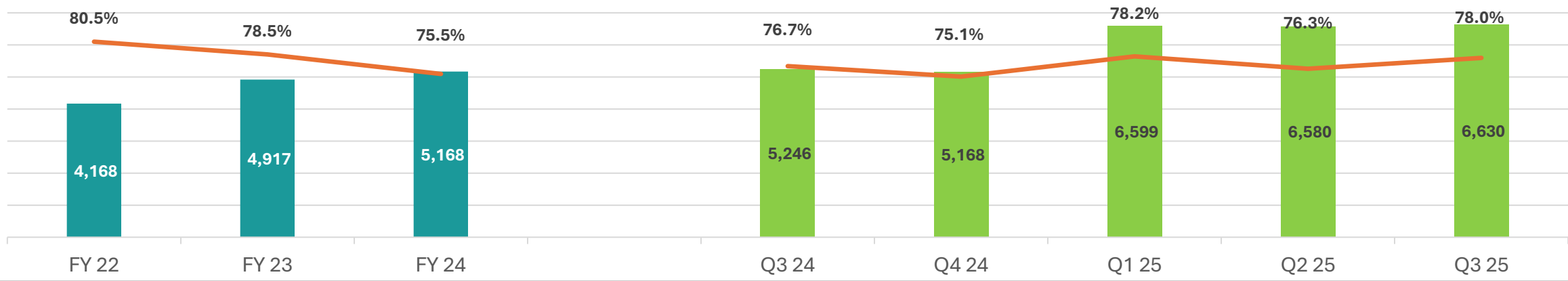
(₹ Lakhs)



Note: 1. FCF = Free Cash Flow Conversion = FCF/EBITDA and FCF = EBITDA – Capex. (Non-GAAP Measure)

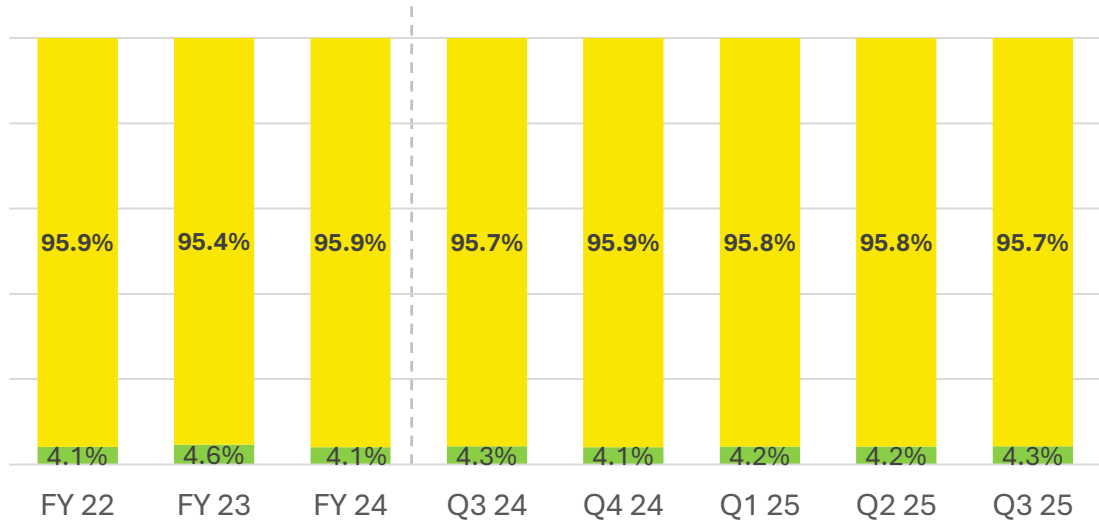
# Operational & Financial Metrics

## Happiest Minds & Utilization

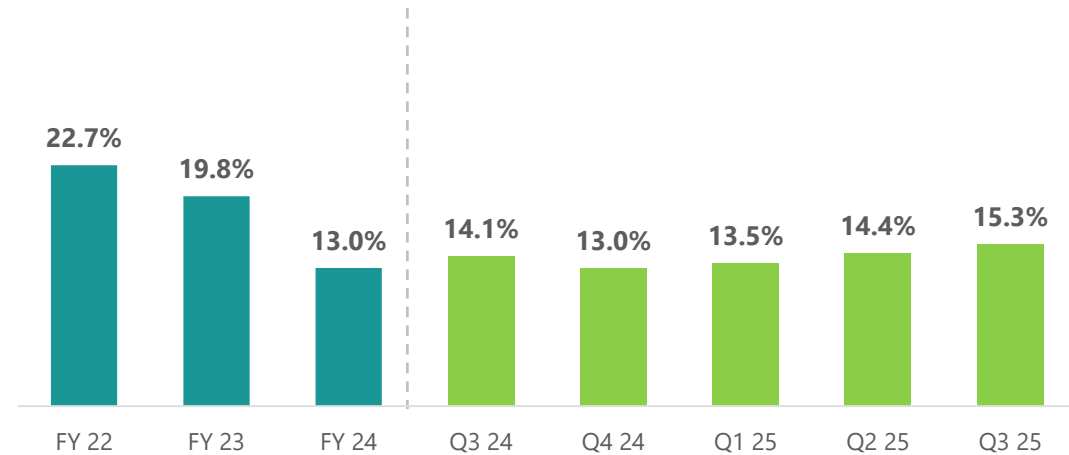


## Offshore / Onsite

By Number of Employees



## Voluntary Attrition % <sup>1</sup>



Note 1: Trailing 12 Months

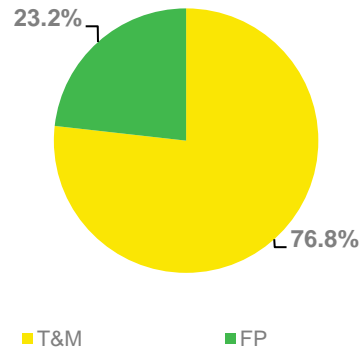
■ Onsite ■ Offshore

# Operational & Financial Metrics

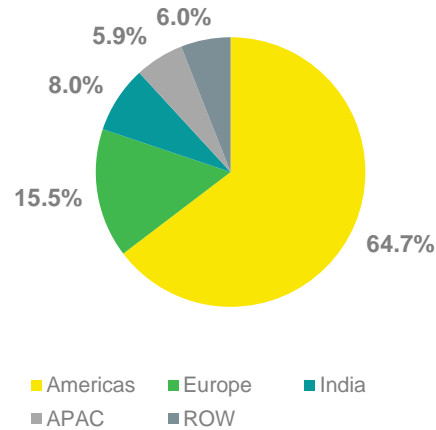
## Revenue Model

Q3 25

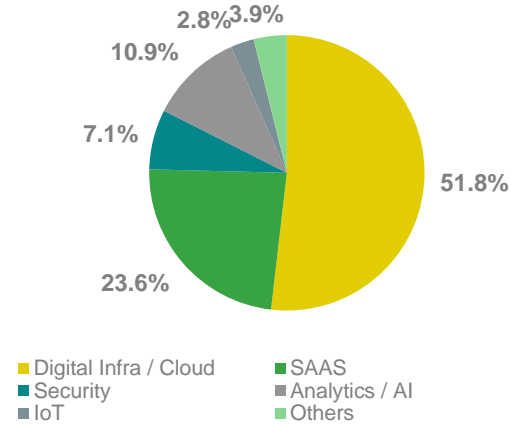
Model



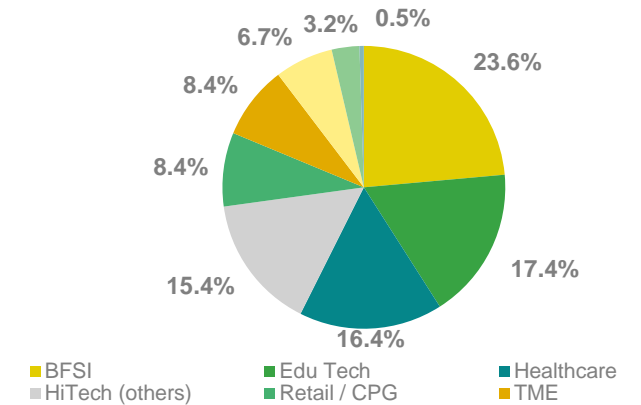
Geography



Digital Revenue

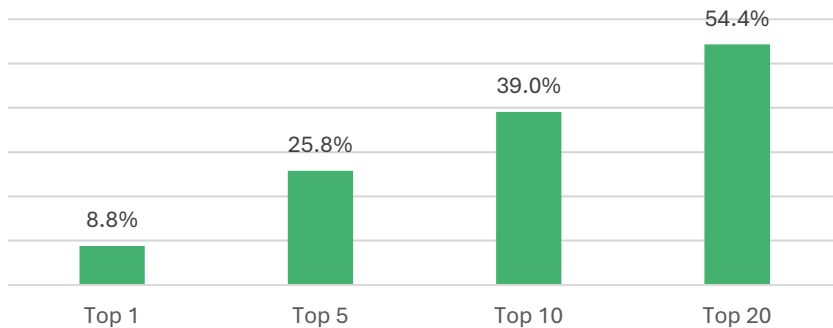


Verticals<sup>1</sup>



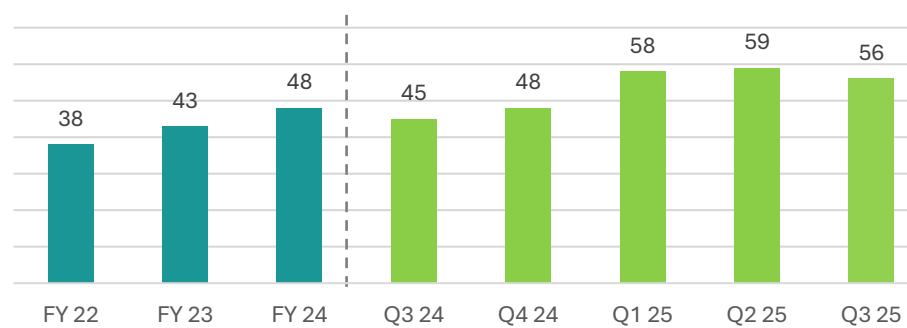
## Revenue Concentration<sup>3</sup>

Q3 25 (% Revenue)



## Million \$ Customers<sup>2</sup>

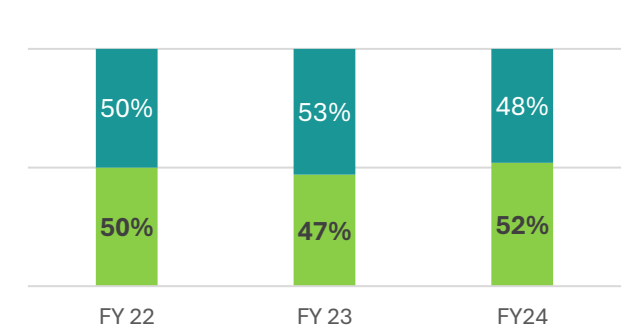
(#)



## Tenure of Customer

% revenue from Clients

0-5 yrs > 5 yrs

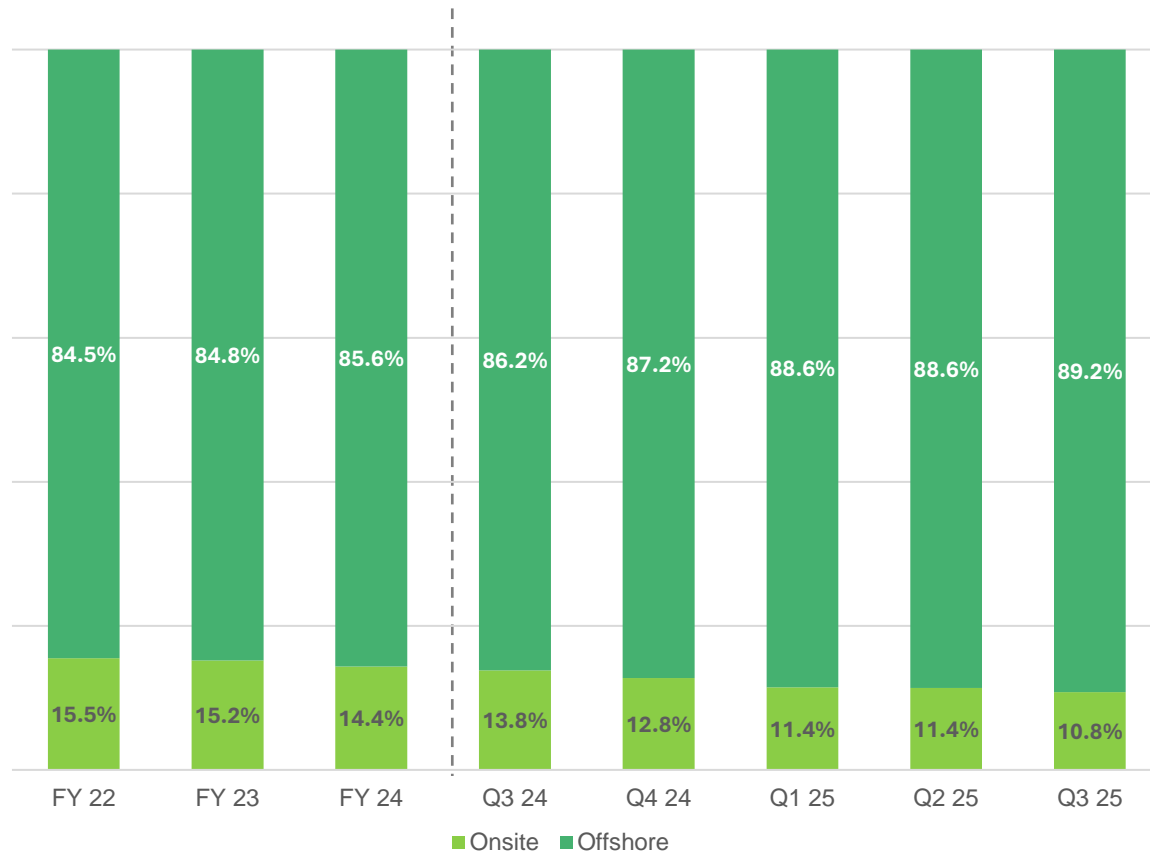


Notes: 1. TME: Travel, Media & Entertainment, 2. Based on quarterly revenues annualized. 3. Top 20 includes Top 1, 5 & 10

ROW\* Includes - ANZ, ME, APAC, Africa & Others

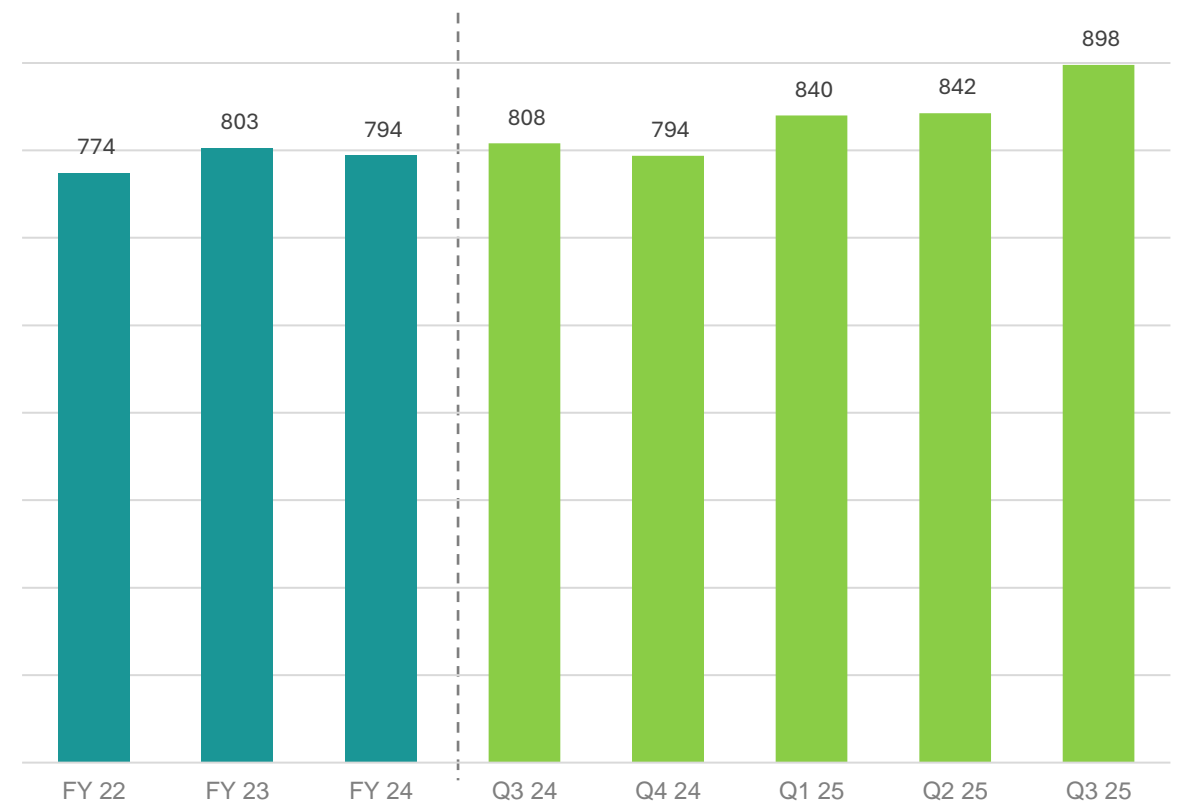
# Operational & Financial Metrics

## Onsite/Offshore



## Average Revenue / Active Customer

(USD '000)



# Operational & Financial Metrics

	FY 22	FY 23	FY24 Q3	FY24 Q4	FY 24	FY25 Q1	FY25 Q2	FY25 Q3
<b>Verticals</b>								
BFSI	13.2%	12.2%	10.9%	11.4%	10.9%	16.8%	22.5%	23.6%
Edutech	23.2%	23.2%	24.0%	22.3%	23.9%	21.5%	19.3%	17.4%
Healthcare	-	-	14.8%	16.1%	14.4%	16.4%	16.4%	16.4%
Hitech	15.8%	16.9%	14.3%	14.7%	14.5%	14.8%	14.3%	15.4%
Travel, Media and Entertainment (TME)	13.2%	12.9%	11.7%	12.2%	11.9%	10.7%	8.6%	8.4%
Retail / CPG	10.3%	9.2%	7.6%	7.8%	7.4%	7.8%	8.1%	8.4%
Industrial	6.9%	8.4%	6.8%	7.4%	7.5%	7.3%	7.2%	6.7%
Manufacturing	8.6%	10.3%	7.4%	6.3%	6.3%	4.0%	3.0%	3.2%
Others	8.8%	6.9%	2.5%	1.6%	3.1%	0.9%	0.6%	0.5%
<b>Total</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>	<b>100.0%</b>
<b>Digital Service Offerings</b>								
Digital infrastructure / cloud	43.6%	45.8%	43.3%	41.8%	42.9%	47.5%	52.6%	51.8%
SaaS	20.3%	20.7%	26.8%	26.5%	25.7%	25.1%	23.8%	23.6%
Security Solutions	11.9%	12.3%	9.3%	9.6%	9.6%	8.5%	6.6%	7.1%
Analytics / AI	12.1%	12.2%	12.4%	13.8%	13.3%	12.1%	11.1%	10.9%
IoT	8.6%	5.4%	4.3%	5.0%	4.4%	4.2%	3.2%	2.8%
<b>Total</b>	<b>96.5%</b>	<b>96.4%</b>	<b>96.2%</b>	<b>96.8%</b>	<b>95.9%</b>	<b>97.4%</b>	<b>97.3%</b>	<b>96.1%</b>
IP Led	10.3%	10.1%	10.0%	11.4%	10.2%	10.7%	9.8%	11.6%
Automation	25.4%	26.6%	29.1%	26.9%	28.1%	23.9%	24.1%	24.7%

Note : All metrics are reported as % of operating revenues:

\*Healthcare carved out as a separate vertical from Q1FY24 onwards. Some customers which were earlier part of HiTech / MFG / Others have been regrouped

# Operational & Financial Metrics

	FY 22	FY 23	FY24 Q3	FY24 Q4	FY 24	FY25 Q1	FY25 Q2	FY25 Q3
<b>Revenue by Geo</b>								
USA	66.4%	68.1%	70.3%	69.0%	70.7%	66.5%	65.2%	64.7%
India	14.1%	15.6%	16.4%	17.7%	16.3%	16.9%	15.1%	15.5%
Europe	10.4%	9.7%	9.0%	9.0%	8.9%	8.7%	8.5%	8.0%
APAC <sup>3</sup>	-	-	-	-	-	2.4%	5.6%	5.9%
ROW	9.0%	6.6%	4.4%	4.4%	4.1%	5.5%	5.6%	6.0%
<b>Million \$ Customers<sup>1</sup></b>								
\$ 20 M +	-	1	1	1	1	1	1	1
\$ 10 M +	1	-	1	2	2	2	2	3
\$ 5M to \$ 10M	4	6	7	6	6	9	8	7
\$ 3M to \$ 5M	8	6	4	2	2	2	6	7
\$ 1M to \$ 3M	25	30	32	37	37	44	42	38
<b>Total</b>	<b>38</b>	<b>43</b>	<b>45</b>	<b>48</b>	<b>48</b>	<b>58</b>	<b>59</b>	<b>56</b>
<b>Tenure of customers</b>								
0 - 5 Years	50.0%	47.0%			52.0%			
> 5 Years	50.0%	53.0%			48.0%			
<b>Revenue Mix</b>								
Onsite	15.5%	15.2%	13.8%	12.8%	14.4%	11.4%	11.4%	10.8%
Offshore <sup>2</sup>	84.5%	84.8%	86.2%	87.2%	85.6%	88.6%	88.6%	89.2%
<b>Revenue by contracting Model</b>								
Fixed Price	25.1%	25.3%	27.1%	27.7%	26.1%	26.1%	21.7%	23.2%
Time and Material	74.9%	74.7%	72.9%	72.3%	73.9%	73.9%	78.3%	76.8%
<b># Active Customers</b>								
	206	237	245	250	250	279	281	278
<b># Billion \$ Corporation</b>								
	54	55	59	61	61	80	82	85

Note: 1: Based on quarter revenue annualized 2: Offshore: Revenues from customers served from India 3: APAC reporting started from Q1FY25

# Operational & Financial Metrics

	FY 22	FY 23	FY24 Q3	FY24 Q4	FY 24	FY25 Q1	FY25 Q2	FY25 Q3
<b>Happiest Minds</b>								
Onsite	172	227	224	211	211	279	274	284
Offshore	3,996	4,690	5,022	4,957	4,957	6,320	6,306	6,346
Onsite %	4.1%	4.6%	4.3%	4.1%	4.1%	4.2%	4.2%	4.3%
Offshore %	95.9%	95.4%	95.7%	95.9%	95.9%	95.8%	95.8%	95.7%
<b>Utilization</b>	80.5%	78.5%	76.7%	75.1%	75.5%	78.2%	76.3%	78.0%
<b>Diversity</b>	26.4%	27.4%	27.9%	27.7%	27.7%	27.7%	27.6%	27.3%
<b>DSO</b>								
Billed	55	54	57	57	57	58	46	48
Unbilled	35	31	28	29	29	26	37	36
<b>Total</b>	<b>90</b>	<b>86</b>	<b>85</b>	<b>87</b>	<b>87</b>	<b>84</b>	<b>83</b>	<b>84</b>
<b>Earnings Per Share (EPS) ₹</b>								
<b>EPS</b>	12.55	16.01	3.96	4.79	16.73	3.39	3.29	3.33
Annualized <sup>2</sup>								13.34
<b>Cash EPS<sup>3</sup></b>	17.87	24.88	5.47	5.58	22.93	6.11	6.18	6.16
Annualized <sup>2</sup>								24.60
<b>Capital Ratios <sup>1</sup></b>								
RoCE	34.8%	32.8%	22.9%	22.3%	22.3%	22.4%	23.1%	21.8%
RoE	27.3%	27.8%	16.7%	16.9%	16.9%	13.9%	13.5%	14.0%

Note: 1: Capital Return Ratios are YTD Annualized, Note:2 Cash EPS & EPS has been annualized

Note:3 Cash EPS – Cash Flow from Operating Activities divided by number of Outstanding Shares

# Operational & Financial Metrics

All figures in ₹ Lakhs

	FY 22		FY 23		FY 24 Q3		FY24 Q4		FY 24		FY25 Q1		FY25 Q2		FY25 Q3	
<b>Revenue by BU</b>																
IMSS	24,168	21.4%	30,694	21.2%	7,299	16.8%	7,551	17.1%	29,746	17.4%	7,992	16.3%	7,876	14.4%	8,045	14.5%
PDES	85,199	75.4%	112,236	77.4%	33,689	77.6%	34,178	77.2%	132,719	77.6%	37,677	77.0%	43,442	79.2%	44,215	79.8%
GBS	-	-	-	-	-	-	-	-	-	-	713	1.5%	846	1.5%	821	1.5%
<b>Total Revenue</b>	<b>109,367</b>	<b>96.8%</b>	<b>142,930</b>	<b>98.6%</b>	<b>40,988</b>	<b>94.4%</b>	<b>41,729</b>	<b>94.3%</b>	<b>162,466</b>	<b>95.0%</b>	<b>46,382</b>	<b>94.8%</b>	<b>52,164</b>	<b>95.1%</b>	<b>53,081</b>	<b>95.9%</b>
Other Income	3,708	3.2%	2,110	1.4%	2,429	5.6%	2,521	5.7%	8,537	5.0%	2,544	5.2%	2,703	4.9%	2,295	4.1%
<b>Total Income</b>	<b>113,075</b>	<b>100.0%</b>	<b>145,040</b>	<b>100.0%</b>	<b>43,417</b>	<b>100.0%</b>	<b>44,250</b>	<b>100.0%</b>	<b>171,003</b>	<b>100.0%</b>	<b>48,926</b>	<b>100.0%</b>	<b>54,867</b>	<b>100.0%</b>	<b>55,376</b>	<b>100.0%</b>

IMSS: Infrastructure Management & Security Services. | PDES : Product & Digital Engineering Services. | GBS: Generative AI Business Services

\*GBS started its operations from Q1FY25 onwards.



# Profit & Loss Statement

All figures in ₹ Lakhs

	FY 22	FY 23	FY24 Q3	FY24 Q4	FY 24	FY25 Q1	FY25 Q2	FY25 Q3
<b>Income</b>								
Operating revenue	109,365	142,929	40,988	41,729	162,466	46,382	52,164	53,081
Other Income	3,710	2,111	2,429	2,521	8,537	2,544	2,702	2,296
<b>Total income</b>	<b>113,075</b>	<b>145,040</b>	<b>43,417</b>	<b>44,250</b>	<b>171,003</b>	<b>48,926</b>	<b>54,867</b>	<b>55,377</b>
Cost of revenue	64,404	82,827	25,213	25,607	99,204	28,614	33,567	33,691
<b>Gross Margin</b>	<b>44,961</b>	<b>60,101</b>	<b>15,775</b>	<b>16,122</b>	<b>63,262</b>	<b>17,768</b>	<b>18,597</b>	<b>19,390</b>
%	41.1%	42.0%	38.5%	38.6%	38.9%	38.3%	35.7%	36.5%
SG&A	19,193	24,215	7,685	7,821	29,677	8,642	9,417	9,999
%	17.5%	16.9%	18.7%	18.7%	18.3%	18.6%	18.1%	18.8%
<b>EBITDA</b>	<b>29,477</b>	<b>37,997</b>	<b>10,519</b>	<b>10,822</b>	<b>42,122</b>	<b>11,671</b>	<b>11,882</b>	<b>11,686</b>
%	26.1%	26.2%	24.2%	24.5%	24.6%	23.9%	21.7%	21.1%
<b>Operating Margin</b>	<b>26,553</b>	<b>34,453</b>	<b>8,233</b>	<b>8,390</b>	<b>34,044</b>	<b>9,196</b>	<b>9,352</b>	<b>9,264</b>
%	24.3%	24.1%	20.1%	20.1%	21.0%	19.8%	17.9%	17.5%
Finance cost	830	2,102	1,010	1,008	4,024	1,741	2,551	2,442
Depreciation	2,423	3,057	942	973	3,716	1,027	1,154	1,172
<b>Profit before acquisition related non-cash items</b>	<b>26,224</b>	<b>32,838</b>	<b>8,567</b>	<b>8,841</b>	<b>34,382</b>	<b>8,903</b>	<b>8,177</b>	<b>8,072</b>
%	23.2%	22.6%	19.7%	20.0%	20.1%	18.2%	14.9%	14.6%
Amortization/Unwinding Interest	1,030	1,218	601	521	2,316	1,419	1,406	1,178
<b>PBT before exceptional item*</b>	<b>25,194</b>	<b>31,620</b>	<b>7,966</b>	<b>8,320</b>	<b>32,066</b>	<b>7,484</b>	<b>6,771</b>	<b>6,894</b>
%	22.3%	21.8%	18.3%	18.8%	18.8%	15.3%	12.3%	12.4%
<b>Exceptional items*</b>	609	634	-107	-1,295	-1,402	643	-	-
<b>PBT *</b>	<b>24,585</b>	<b>30,986</b>	<b>8,073</b>	<b>9,615</b>	<b>33,468</b>	<b>6,841</b>	<b>6,771</b>	<b>6,894</b>
%	21.7%	21.4%	18.6%	21.7%	19.6%	14.0%	12.3%	12.4%
Current tax	6,310	8,508	2,192	2,809	9,518	2,114	2,179	2,210
Deferred tax	155	-621	-81	-392	-889	-376	-359	-326
<b>Total Tax</b>	<b>6,465</b>	<b>7,887</b>	<b>2,111</b>	<b>2,417</b>	<b>8,629</b>	<b>1,738</b>	<b>1,820</b>	<b>1,884</b>
%	5.7%	5.4%	4.9%	5.5%	5.0%	3.6%	3.3%	3.4%
<b>PAT *</b>	<b>18,120</b>	<b>23,099</b>	<b>5,962</b>	<b>7,198</b>	<b>24,839</b>	<b>5,103</b>	<b>4,951</b>	<b>5,010</b>
%	16.0%	15.9%	13.7%	16.3%	14.5%	10.4%	9.0%	9.0%

\*+Exceptional items for FY22 & FY23 refers to Loss on Fair Valuation of Warrant Liability. For Q3FY24 & Q4FY24 is Gain on fair valuation of contingent consideration, For Q1 FY25 is Expense on acquisitions.

# Condensed Balance Sheet

All figures in ₹ Lakhs

	FY 2022	FY 2023	Q3 FY24	FY 2024	Q1 FY25	Q2 FY25	Q3 FY25
<b>Assets</b>							
<b>Non-current assets</b>							
Property, plant and equipment	78	13,278	13,856	13,778	14,062	13,978	13,894
Goodwill	7,896	13,913	14,013	14,032	70,773	75,329	75,891
Financial & Other assets	11,788	29,594	36,903	19,192	65,379	42,125	40,348
<b>Total non-current assets (A)</b>	<b>19,762</b>	<b>56,785</b>	<b>64,772</b>	<b>47,002</b>	<b>1,50,214</b>	<b>1,31,431</b>	<b>1,30,133</b>
<b>Current Assets</b>							
Financial & Other assets							
i. Trade receivable	16,738	21,319	25,336	25,444	35,516	25,441	26,927
ii. Cash & Cash equivalents, Investments & Other financial assets	72,609	81,484	1,26,953	1,47,540	1,66,203	1,66,196	1,70,380
iii. Other assets	3,392	4,495	5,242	4,793	4,430	6,980	6,746
<b>Total current assets (B)</b>	<b>92,739</b>	<b>1,07,298</b>	<b>1,57,531</b>	<b>1,77,777</b>	<b>2,06,149</b>	<b>1,98,616</b>	<b>2,04,053</b>
<b>Total assets (A + B)</b>	<b>1,12,501</b>	<b>1,64,083</b>	<b>2,22,303</b>	<b>2,24,779</b>	<b>3,56,363</b>	<b>3,30,047</b>	<b>3,34,186</b>
<b>Equity and Liabilities</b>							
<b>Total equity (A)</b>	<b>66,580</b>	<b>83,882</b>	<b>1,41,465</b>	<b>1,48,024</b>	<b>1,48,268</b>	<b>1,52,444</b>	<b>1,53,580</b>
<b>Non-current liabilities</b>							
Financial liabilities	7,134	18,035	16,174	15,416	28,015	22,202	23,576
Provisions & Deferred tax liability	2,086	4,526	4,975	4,641	14,031	8,989	10,107
<b>Total non-current liabilities (B)</b>	<b>9,220</b>	<b>22,561</b>	<b>21,149</b>	<b>20,057</b>	<b>42,046</b>	<b>31,191</b>	<b>33,683</b>
<b>Current liabilities</b>							
Financial & Contract liabilities							
i. Trade payable	6,072	7,052	7,558	7,915	9,844	11,008	10,873
ii. Others	26,266	45,921	47,474	43,839	1,50,036	1,28,412	1,28,844
Provisions & Other current liabilities	4,363	4,667	4,656	4,944	6,169	6,991	7,206
<b>Total current liabilities (C)</b>	<b>36,701</b>	<b>57,640</b>	<b>59,688</b>	<b>56,698</b>	<b>1,66,049</b>	<b>1,46,412</b>	<b>1,46,922</b>
<b>Total liabilities (D = B + C)</b>	<b>45,921</b>	<b>80,201</b>	<b>80,837</b>	<b>76,755</b>	<b>2,08,095</b>	<b>1,77,603</b>	<b>1,80,606</b>
<b>Total equity and liabilities (A + D)</b>	<b>1,12,501</b>	<b>1,64,083</b>	<b>2,22,303</b>	<b>2,24,779</b>	<b>3,56,363</b>	<b>3,30,047</b>	<b>3,34,186</b>

# Key Ratios

	Q3 FY24	FY24	Q2 FY25	Q3 FY25
<b>Additional Balance Sheet Ratios</b>				
Debt-Equity	0.37	0.35	0.82	0.83
Debt Service Coverage (DSCR)	4.96	5.25	6.68	7.03
Interest Service Coverage (ISCR)	8.89	8.97	3.65	3.82
Current Assets to Current Liabilities	2.64	3.14	1.37	1.39
Long-term Debt to Working Capital	0.12	0.09	0.20	0.18
Bad Debts to Trade Receivable	0.00	0.02	0.00	0.01
Current Liability to Total Liabilities	0.74	0.74	0.82	0.81
Total Debt to Total Assets	0.24	0.23	0.38	0.38
Trade Receivable Turnover	7.03	6.95	8.20	8.18
Operating margin (%)	20%	21%	18%	18%
Net profit margin (%)	15%	15%	9%	9%

\*As per the guidance note from ICAI



## PRESS RELEASE

# Happiest Minds growth accelerates to 29.5% y-o-y reporting revenues of ₹ 531 Crores on the back of strong deal closures

## EBITDA grows 11.1% to ₹ 117 Crores

**Bengaluru, Seattle and London, February 4, 2025:** Happiest Minds Technologies Limited (NSE:HAPPSTMNDS), a 'Born Digital. Born Agile', a digital transformation and IT solutions company, today announced its consolidated results for the Third quarter ended December 31, 2024, as approved by its Board of Directors.

**Ashok Soota, Executive Chairman,** said, "Happiest Minds has reported another quarter of strong deal momentum and performance with a revenue growth of 28.2% y-o-y in constant currency and we are set to report our best performance since IPO in absolute terms.

We launched four transformational initiatives this year which included the acquisitions of Puresoftware and Aureus. The success of the same is evident from our YoY growth. The other three initiatives will accelerate our organic growth in the year ahead. These initiatives are the creation of the GenAI Business Unit, Verticalization into six Industry groups and induction of our Chief Growth Officer.

At our Generative AI Business Services (GBS), we are collaborating with our clients to explore opportunities for leveraging generative AI to enhance business value, efficiency, and productivity. Our goal is to integrate generative AI features into their products, services and provide them with a competitive advantage. The adoption of this promising technology has picked up speed with our customers embarking into enterprise-wide adoption. Apart from projects already delivered, we have about 15 projects in a proof-of-concept stage which will lead to significant orders/projects in the next fiscal.

All our transformational initiatives will also ensure superior performance ahead."

## Key Financial highlights

### Quarter ended December 31, 2024

- Revenue in constant currency grew 0.8% q-o-q and 28.2% y-o-y
- Operating Revenues in US \$ stood at \$62.7 million growing 0.5% q-o-q and 27.0% y-o-y
- Total Income of ₹ 55,376 lakhs growing 0.9% q-o-q and 27.5% y-o-y
- EBITDA of ₹ 11,686 lakhs, 21.1% of Total Income (decline of 1.6% q-o-q and growth of 11.1% y-o-y)
- PAT of ₹ 5,010 lakhs 9.0% of Total Income (growth of 1.2% and decline of 16.0% y-o-y\*)
- Free cash flows of ₹ 11,180 Lakhs and EPS (diluted) at ₹ 3.33

### Nine months ended December 31, 2024

- Revenue in constant currency grew 24.8% y-o-y
- Operating Revenues in US \$ stood at \$180.7 million growing 23.7% y-o-y
- Total Income of ₹ 159,170 lakhs growing 25.6% y-o-y
- EBITDA of ₹ 35,240 lakhs, 22.1% of Total Income (growth of 12.6% y-o-y)
- PAT of ₹ 15,065 lakhs 9.5% of Total Income (decline of 14.6% y-o-y\*)
- Free cash flows of ₹ 34,361 Lakhs and EPS (diluted) at ₹ 10.01

\*Decline primarily due to acquisition related non-cash charge and financing costs

All amounts in ₹ Lakhs unless stated otherwise.

Particulars	Q3 FY25	Q2 FY25	QoQ	Q3 FY24	YoY	9M FY25	9M FY24	YoY
<b>Revenues (\$'000)</b>	<b>62,719</b>	<b>62,385</b>	<b>0.5%</b>	49,366	<b>27.0%</b>	<b>180,651</b>	146,053	<b>23.7%</b>
<b>Growth in CC</b>			<b>0.8%</b>		<b>28.2%</b>			<b>24.8%</b>
<b>Revenues</b>	<b>53,081</b>	<b>52,164</b>	<b>1.8%</b>	40,988	<b>29.5%</b>	<b>151,627</b>	120,737	<b>25.6%</b>
<i>Other Income</i>	2,296	2,703		2,429		7,543	6,016	
<b>Total Income</b>	<b>55,376</b>	<b>54,867</b>	<b>0.9%</b>	43,417	<b>27.5%</b>	<b>159,170</b>	126,753	<b>25.6%</b>
<b>EBITDA</b>	<b>11,686</b>	<b>11,882</b>	<b>(1.6)%</b>	10,519	<b>11.1%</b>	<b>35,240</b>	31,300	<b>12.6%</b>
%	21.1%	21.7%		24.2%		22.1%	24.7%	
<b>Operating Margin<sup>1</sup></b>	<b>9,264</b>	<b>9,352</b>	<b>(0.9)%</b>	8,232	<b>12.5%</b>	<b>27,812</b>	25,654	<b>8.4%</b>
%	17.5%	17.9%		20.1%		18.3%	21.2%	
<i>Finance Cost</i>	2,442	2,551		1,014		6,733	3,012	
<i>Depreciation</i>	1,172	1,154		871		3,512	2,872	
<b>Profit before Non Cash/Exceptional</b>	<b>8,073</b>	<b>8,178</b>	<b>(1.3)%</b>	<b>8,634</b>	<b>(6.5)%</b>	<b>24,995</b>	<b>25,415</b>	<b>(1.7)%</b>
%	14.6%	14.9%		19.9%		15.7%	20.1%	
<i>Amortization/Unwinding Interest<sup>2</sup></i>	1,178	1,406		668		3,845	1,668	
<i>Exceptional Item</i>	-	-		107		(643)	107	
<b>PBT</b>	<b>6,894</b>	<b>6,771</b>	<b>1.8%</b>	8,073	<b>(14.6)%</b>	<b>20,508</b>	23,854	<b>(14.0)%</b>
%	12.5%	12.3%		18.6%		12.9%	18.8%	
<b>Tax</b>	<b>1,884</b>	<b>1,820</b>		2,111		<b>5,443</b>	6,211	
%	3.4%	3.3%		4.9%		3.4%	4.9%	
<b>PAT</b>	<b>5,010</b>	<b>4,951</b>	<b>1.2%</b>	5,962	<b>(16.0)%</b>	<b>15,065</b>	17,643	<b>(14.6)%</b>
%	9.0%	9.0%		13.7%		9.5%	13.9%	

Note 1 – Operating Margin – EBITDA excluding other income

Note 2 - Amortization and unwinding interest are non cash items from the acquisition

**Venkatraman Narayanan, MD & CFO**, said, “We continue to deliver revenue growth, operating and EBIDTA margins despite investments in our start-up business unit of Generative Business Services. Profits before tax does show the impact of non-cash and other charges emanating due to acquisitions. Our focus is to cover for these through benefits of consolidated operations and growth. Cash Earnings Per Share a metric that reflects health of the business has shown a growth about 12.6% year over year”

**Joseph Anantharaju, Executive Vice Chairman**, said, “The results reflect our continued ability to execute and deliver high-quality digital capabilities to our customers. During the quarter, Happiest Minds accelerated its net new growth opportunities while increasing the number of large customers. Our acquisitions are allowing us to diversify our revenue base across geos and verticals while leveraging synergies to accelerate growth.”

#### Clients:

- 278 as of December 31, 2024
- 7 additions in the quarter

#### Our People - Happiest Minds:

- 6,630 Happiest Minds as of December 31, 2024
- Trailing 12-month attrition of 15.3% (14.4% in the previous quarter)
- Utilization of 78%, from 76.3% in last quarter

#### Key wins:

- For a **global technology & service major**, Happiest Minds is partnering to implement core banking technology to streamline operations and enhance client satisfaction, for the mortgage

division of a large multinational banking and financial services company.

- For a **US logistics tech provider**, Happiest Minds is driving their digital transformation agenda and building intelligent conversational dashboards using Gen AI.
- For an **American multinational financial services company**, Happiest Minds is transforming their Enterprise Content Management Systems.
- For a **US Healthtech company**, Happiest Minds is providing Infrastructure Management Services.
- For a **global EV Original Equipment Manufacturer(OEM)**, Happiest Minds was chosen as one of the key partners to build their data platform.
- For a **global MedTech company**, Happiest Minds is leveraging Microsoft Power Platform to build their engineering platform.
- For a **Middle East based global bank**, Happiest Minds is providing Risk and Governance consulting services.
- For an **India-based global payments solution company**, Happiest Minds was chosen to co-develop multiple mission-critical applications.

### **Award Wins:**

- Happiest Minds is recognized among **2024 Avtar & Seramount Best Companies for Women in India in IT and Exemplar of Inclusion in the Most Inclusive Companies Index**
- Happiest Minds is recognized among **Top 100 India's Best Workplaces™ for IT & IT-BPM 2024** by Great Place To Work®
- Happiest Minds' Integrated Annual Report 2024 is ranked #42 globally, wins **Gold and Silver Awards at the LACP 2024 Spotlight Awards**

### **Analyst Mentions:**

- Happiest Minds is '**Major Contender**' in Everest PEAK Matrix for Microsoft Azure Services
- Happiest Minds is '**Major Contender**' in Everest PEAK Matrix for AWS Services
- Happiest Minds is '**Major Contender**' in Everest Group in the Digital Workplace Services PEAK Matrix® Assessment 2024: Mid-market Enterprises

**For further details please refer to the Investors presentation hosted on the company website**

-- **Investors section**



## About Happiest Minds Technologies:

[Happiest Minds Technologies Limited](#) (NSE: HAPSTMNDS), a Mindful IT Company, enables [digital transformation](#) for enterprises and technology providers by delivering seamless customer experiences, business efficiency and actionable insights. We do this by leveraging a spectrum of disruptive technologies such as: [artificial intelligence, blockchain, cloud, digital process automation, internet of things](#), robotics/drones, [security, virtual/ augmented reality](#), etc. Positioned as 'Born Digital . Born Agile', our capabilities span Product & Digital Engineering Services (PDES), Generative AI Business Services (GBS) and Infrastructure Management & Security Services (IMSS). We deliver these services across industry groups: Banking, Financial Services & Insurance (BFSI), EdTech, Healthcare & Life Sciences, Hi-Tech and Media & Entertainment, Industrial, Manufacturing, Energy & Utilities, and Retail, CPG & Logistics. The company has been recognized for its excellence in Corporate Governance practices by Golden Peacock and ICSI. A Great Place to Work Certified™ company, Happiest Minds is headquartered in Bengaluru, India with operations in the U.S., UK, Canada, Australia, and the Middle East.

### Safe harbor

This release may contain certain forward-looking statements, which involves risks and uncertainties that could cause our future results to differ materially from those in such forward-looking statements. The COVID-19 pandemic could decrease our customers' technology spend, delaying prospective customers' purchasing decisions, and impact our ability to provide services; all of which could adversely affect our future revenue, margin, and overall financial performance. Our operations could also be negatively impacted by a range of external factors not within our control including those due to the pandemic. We do not undertake to update any of our forward-looking statements that may be made from time to time by us or on our behalf.

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