



OCTAWARE

The Bridge To Productivity

CIN: L72200MH2005PLC153539

14.11.2022

To,
The Manager
Corporate Relationship Department
BSE Limited
P J Towers, Dalal Street,
Mumbai-400001

Dear Sir/Madam,

Sub: Outcome of Board Meeting held on 14th November, 2022

Dear Sir,

The meeting of Board of directors of the Company was held on Monday, 14th November, 2022. The Board discussed and approved the following:

1. Approved the Un-audited Standalone and Consolidated Financial Results for the half year and year ended 30th September, 2022.
2. Limited Review Report for Standalone and Consolidated Financial Results for the half year and year ended 30th September, 2022.
3. To take on record the Resignation of Mrs. Usha Mishra (Din:08099093), form the post of Independent Director of the Company w.e.f. 14th November, 2022

The meeting of Board of Directors was commenced at 02:00 P.M and concluded at 4:25 P.M.

This is for your information and records.

**Yours faithfully,
For Octaware Technologies Limited**



Mr. Shahnawaz A. Shaikh
Whole-time Director
DIN: 06910575

Octaware Technologies Ltd.

Regd Office: 204, Timmy Arcade, Makwana Road, Marol Naka, Andheri (E), Mumbai-400059.

Tel: +91-22-28293949, +91-22-40231431, Fax: +91-22-28293959, Website: www.octaware.com, Email: info@octaware.com & cs@octaware.com

Auditor's Report on Unaudited Standalone Financial Results for the half year ended September 30, 2022 of the Company pursuant to Regulation 33, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Amended

To
The Board of Directors
Octaware Technologies Limited
204, Timmy Arcade, Makwana Road, Marol Naka,
Andheri(East), Mumbai 400059

We have reviewed the accompanying statement of unaudited financial results ("the statement") of OCTAWARE TECHNOLOGIES LIMITED ("the Company") for the half year ended 30th September, 2022 being submitted by the company pursuant to the requirement of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. This Statement is the responsibility of the company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard require that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus it provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statements of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulations 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Date : 14th November 2022
Place : Mumbai

FORD G M S & Co.
(Chartered Accountants)
F. R. No. :112187W



HIREN JAYANTILAL MARU
Partner
M. No. : 115279
UDIN: 22115279BDAVLX4357

Statement of Standalone Audited Results for the Half Year ended 30.09.2022

		(Rs. In Lakhs.)			
	Particulars	Half Year Ended	Half Year Ended	Half Year Ended	Year Ended
		30.09.2022	31.03.2022	30.09.2021	31.03.2022
		Unaudited	Audited	Unaudited	Audited
I	Revenue from operations	302.07	340.47	357.98	698.45
II	Other Income	-	-	0.00	0.00
III	Total Revenue (I+II)	302.07	340.47	357.99	698.46
IV	Expenses				
	(a) Cost of materials consumed	1.73	0.17	1.71	1.88
	(b) Purchases of stock-in-trade	-	-		
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-		
	(d) Employee benefits expense	250.27	249.61	255.07	504.67
	(e) Finance Costs	0.13	-		
	(f) Depreciation and amortisation expense	3.06	9.97	2.48	12.45
	(g) Other expenses	39.60	72.78	95.37	168.15
	Total Expenses	294.78	332.53	354.62	687.15
V	Profit / (Loss) before exceptional and extraordinary items and tax (III-IV)	7.30	7.94	3.37	11.30
VI	Exceptional items				
VII	Profit / (Loss) before extraordinary items and tax (V-VI)	7.30	7.94	3.37	11.30
VIII	Extraordinary Items				
IX	Profit before tax (VII-VIII)	7.30	7.94	3.37	11.30
X	Tax Expenses				
(a)	Current Tax	1.90	7.82	0.87	6.95
(b)	Deferred Tax	-	2.56	-	2.56
(c)	Income tax MAT for Earlier year				
(d)	Prior Period Income Tax Written Off				



XI	Profit / (Loss) for the period from continuing operations (IX-X)	5.40	2.45	2.49	1.79
XII	Profit/ (Loss) from discontinuing operations				
XIII	Tax Expenses of discontinuing operations				
XIV	Profit/ (Loss) from discontinuing operations (after tax) (XII-XIII)				
XV	Profit/ (Loss) for the period (XI+XIV)	5.40	2.45	2.49	1.79
XVI	i. Earning per share(before extraordinary items) (of Rs 10 each) (not annualised)				
	(a) Basic	0.15	0.02	0.07	0.05
	(b) Diluted	0.15	0.02	0.07	0.05
	ii. Earning per share(after extraordinary items) (of Rs 10 each) (not annualised)				
	(a) Basic	0.15	0.02	0.07	0.05
	(b) Diluted	0.15	0.02	0.07	0.05

Notes:

- 1 The above Unaudited financial results are as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and taken on record by the Board of Directors at its meeting held on November 14, 2022 after being reviewed by the Audit Committee.
- 2 Corresponding previous periods figures have been regrouped/reclassified wherever necessary.
- 3 The company is engaged in only one business hence no information has been furnished in accordance with AS 17 on "Segment Reporting" issued by the Institute Of Chartered Accountants Of India



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Standalone Statement of Assets and Liabilities for the half year ended 30th September, 2022

		(Rs in Lakhs)	
Standalone Statement of Assets and Liabilities	Half Yr Ended		Year Ended
	30-09-2022		31-03-2022
	Unaudited		Audited
I EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	359.06	359.06	
(b) Reserves and surplus	656.84	651.44	
Sub-total-Shareholders' funds	1,015.90	1,010.50	
2 Non-current liabilities			
(a) Long-term Borrowings			
(b) Deferred tax liabilities (net)			
Sub-total-Non-Current liabilities			
3 Current liabilities			
(a) Short-term borrowings			
(b) Trade payables			
-Micro, Small and Medium Enterprises			
-Others	20.88	31.57	
(c) Other current liabilities	35.84	51.10	
(d) Short-term provisions	22.89	20.99	
Sub total-current liabilities	79.61	103.66	
TOTAL-EQUITY AND LIABILITIES	1,095.50	1,114.15	
II ASSETS			
1 Non-current assets			
(a) Fixed assets	-		
(i) Tangible assets	19.69	22.56	
(ii) Intangible assets	0.13	0.31	
(iii) Capital Work-in-progress	-		
(iv) Intangible assets under development	226.71	226.71	
(b) Non-Current Investments	596.87	596.87	
(c) Deferred tax assets (Net)	2.97	2.97	
(d) Long-term loans and advances	55.13	51.40	
(e) Other non-current assets			
Sub-total-Non-Current assets	901.50	900.83	
2 Current assets			
(a) Current Investments	-		
(b) Inventories	-		
(c) Trade receivables	95.25	119.37	
(d) Cash and cash equivalents	68.74	66.45	
(e) Short Term loans and advances	6.79	4.99	
(f) Other current assets	23.22	22.51	
Sub-total-current assets	194.00	213.32	
TOTAL ASSETS	1,095.50	1,114.15	

STANDALONE CASH FLOW STATEMENT FOR THE HALF YEAR ENDED 30th September 2022

				(Rs. In Lakhs.)
PARTICULARS	For Half Year Ended 30/09/2022	FOR THE YEAR ENDED 31/03/2022	FOR THE YEAR ENDED 31/03/2021	
Cash flows from operating activities				
Profit before taxation	7.30	11.30	108.13	
Adjustments for:				
Depreciation	3.06	12.45	8.61	
Loss on Sale Investment				
Provision for Bad Debts				
Foreign Currency Exchange Gain		-	3.13	
Working capital changes:				
Increase / (Decrease) in Other Current Liabilities	-15.26	11.03	22.25	
Increase / (Decrease) in Short Term Provisions	1.90	1.54	17.57	
Increase / (Decrease) in trade and other payables	-10.69	12.64	18.42	
(Increase) / Decrease in trade receivables	24.13	38.83	-32.13	
(Increase) / Decrease in Short Term Loans and Advances	-1.80	1.93	4.08	
(Increase) / Decrease in Other Current Assets	-0.71	-6.33	0.48	
Cash generated from operations	7.91	83.40	150.54	
Income taxes paid	-1.90	-6.95	-16.18	
Net cash from operating activities (A)	6.02	76.46	134.36	
Cash flows from investing activities				
Purchase of Fixed Assets	-	-76.60	-31.11	
Purchase of Investment				
Sale of Investment				
(Increase) / Decrease in Long Term Loans and Advances	-3.72	11.05	-61.84	
Net cash used in investing activities (B)	-3.72	-65.55	-92.95	
Cash flows from financing activities				
Proceeds from issue of share capital			-	
Preliminary Expense for issue of share capital				
Net cash used in financing activities (C)			-	
Net increase in cash and cash equivalents (A+B+C)	2.29	10.90	41.4	
Cash and cash equivalents at beginning of period	66.45	55.55	14.14	
Cash and cash equivalents at end of period	68.74	66.45	55.54	



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AUDITORS LIMITED REVIEW REPORT ON UNAUDITED CONSOLIDATED FINANCIAL RESULT OF THE COMPANY FOR THE HALF YEAR ENDED SEPTEMBER 30, 2022 PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AS AMENDED.

**TO
THE BOARD OF DIRECTORS OF
OCTAWARE TECHNOLOGIES LIMITED**

We have reviewed the accompanying statement of unaudited Consolidated financial results ("the statement") of Holding Company OCTAWARE TECHNOLOGIES LIMITED ("the Company") for the half year ended 30th September, 2022 and Its Subsidiary Company OCTAWARE INFORMATION TECHNOLOGIES PVT LTD, OCTAWARE GULF FZE, OCTAWARE GULF QFC for the half year ended 30th September, 2022 being submitted by the company pursuant to the requirement of Regulations 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. This Statement is the responsibility of the company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

We conducted our review of the statement in accordance with the Standard on Review Engagement (SRE) 2410 "Review of Interim Financial Information performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standards require that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus it provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statements of unaudited consolidated financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulations 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For D G M S & Co.
Chartered Accountants
FRN: 0112187W**



**Hiren Jayantilal Maru
Partner**

**Membership No. 115279
UDIN: 22115279BDAVWI3491**

**Date: 14th November 2022
Place: Mumbai**

Statement of Consolidated Unaudited Results for the Half Year ended 30.09.2022

	Particulars	(Rs in Lakhs)			
		Half Year Ended			Year Ended
		30.09.2022	31.03.2022	30.09.2021	31.03.2022
		Unaudited	Unaudited	Unaudited	Audited
I	Revenue from operations	802.22	857.13	828.63	1,685.77
II	Other Income	15.67	17.68	16.92	34.60
III	Total Revenue (I+II)	817.89	874.82	845.55	1,720.37
IV	Expenses				
	(a) Cost of materials consumed	245.75	166.27	233.46	399.73
	(b) Purchases of stock-in-trade				
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade				
	(d) Employee benefits expense	473.49	477.86	454.87	932.73
	(e) Finance Costs				
	(f) Depreciation and amortisation expense	6.31	15.57	5.02	20.59
	(g) Other expenses	121.98	170.86	128.97	299.83
	Total Expenses	847.53	830.56	822.32	1,652.88
V	Profit / (Loss) before exceptional and extraordinary items and tax (III-IV)	-29.64	44.26	23.23	67.49
VI	Exceptional items				
VII	Profit / (Loss) before extraordinary items and tax (V-VI)	-29.64	44.26	23.23	67.49
VIII	Extraordinary Items				
IX	Profit before tax (VI-VIII)	-29.64	44.26	23.23	67.49
X	Tax Expenses				
(a)	Current Tax	1.90	7.82	-0.87	6.95
(b)	Deferred Tax	-	1.37	-	1.37
(c)	Adjustment for Income Tax in respect of ealier years (Net)	-	-	-	-
(d)	MAT Credit Entitlement				
XI	Profit / (Loss) for the period from continuing operations (IX-X)	-31.54	35.07	22.36	59.17

XII	Profit/ (Loss) from discontinuing operations				
XIII	Tax Expenses of discontinuing operations				
XIV	Profit/ (Loss) from discontinuing operations (after tax) (XII-XIII)				
XV	Profit/ (Loss) before minority interest	-31.54	35.07	22.36	59.17
	Share of profit/loss of associates				
	Minority interest	1.45	0.30	1.15	0.85
XV	Profit/ (Loss) for the period (XI+XIV)	-32.99	35.37	21.20	58.32
XVI	i. Earning per share(before extraordinary items) (of Rs 10 each) (not annualised)				
	(a) Basic	-0.09	1.57	0.06	1.62
	(b) Diluted	-0.09	1.57	0.06	1.62
	ii. Earning per share(after extraordinary items) (of Rs 10 each) (not annualised)				
	(a) Basic	-0.09	1.57	0.06	1.62
	(b) Diluted	-0.09	1.57	0.06	1.62

Notes:

- 1 The above Unaudited financial results are as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and taken on record by the Board of Directors at its meeting held on November 14th, 2022 after being reviewed by the Audit Committee.
- 2 Corresponding previous periods figures have been regrouped/reclassified wherever necessary.
- 3 The company is engaged in only one business hence no information has been furnished in accordance with AS 17 on "Segment Reporting" issued by the Institute Of Chartered Accountants Of India



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Consolidated Statement of Assets and Liabilities for the Half Year ended 30.09.2022

	Standalone Statement of Assets and Liabilities	Half ear Ended	Year Ended
		30.09.2022	31.03.2021
		Unaudited	Audited
I	EQUITY AND LIABILITIES		
1	Shareholders' funds		
	(a) Share capital	359.06	359.06
	(b) Reserves and surplus	1,192.33	1,252.32
	Sub-total-Shareholders' funds	1,551.39	1,611.37
2	Share application money pending allotment		
3	Minority Interest	1.85	2.10
4	Non-current liabilities		
	(a) Long-term Borrowings	23.14	-
	(b) Deferred tax liabilities (net)	-	-
	Sub-total-Non-Current liabilities	23.14	-
5	Current liabilities		
	(a) Short-term borrowings		
	(b) Trade payables		
	-Micro, Small and Medium Enterprises		
	-Others	72.03	66.72
	(c) Other current liabilities	175.61	140.12
	(d) Short-term provisions	43.79	40.88
	Sub total-current liabilities	291.43	
	TOTAL-EQUITY AND LIABILITIES	1,867.80	1,861.19
II	ASSETS		
1	Non-current assets		
	(a) Fixed assets		
	(i) Tangible assets	325.72	330.93
	(ii) Intangible assets	0.31	0.31
	(iii) Capital Work-in-progress	-	-
	(iv)Intangible assets under development	907.85	898.51
	(b) Non-current investments	2.77	2.77
	(c) Deferred Tax assets (Net)	11.95	11.95
	(d)Long-term loans and advances	80.88	68.52
	(e) Other non -current assets		
	Sub-total-Non-Current assets	1,329.47	1,313.00
2	Current assets		
	(a) Current Investments		
	(b) Inventories		
	(c) Trade receivables	173.24	208.06
	(d) Cash and cash equivalents	124.67	121.60
	(e) Short term loans and advances	59.27	58.39
	(f) Other current assets	181.14	160.14
	Sub-total-current assets	538.33	548.20
	TOTAL ASSETS	1,867.80	1,861.19



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CONSOLIDATED CASH FLOW STATEMENT FOR THE HALF Half Year ended 30.09.2022

	PARTICULARS	FOR THE HALF YEAR ENDED 30.09.2022	FOR THE YEAR ENDED 31.03.2022
Cash flows from operating activities			
	Profit before taxation	-29.64	67.49
Adjustments for:			
	Depreciation	6.31	20.59
	Preliminary Exp written off		
	Foreign Currency Exchange Gain	-8.02	4.33
	Reversal of Foreign Exchange and Intercompany profits	-21.77	27.93
	Provision for Bad debts	-	
	Loss on sale of investment	-	
	Provision for Employee Benefit	-	-3.40
	Share in Income from Associate		
Working capital changes:			
	Increase / (Decrease) in Other Current Liabilities	35.49	29.30
	Increase / (Decrease) in Short Term Provisions	2.91	-10.52
	Increase / (Decrease) in Trade Payables	5.31	-56.18
	(Increase) / Decrease in trade receivables	34.82	143.16
	(Increase) / (Decrease) in Short Term Loans and Advances	-0.88	3.83
	(Increase) / (Decrease) in Other Current Assets	-21.00	-55.81
	Cash generated from operations	3.52	170.71
	Income taxes paid	-1.90	-6.95
	Net cash from operating activities (A)	1.62	163.77
Cash flows from investing activities			
	Purchase of Fixed Assets	-9.34	-289.58
	Sale of Investment		
	Increase / (Decrease) in Long Term Borrowing	23.14	-167.85
	(Increase) / Decrease in Long Term Loans and Advances	-12.35	284.82
	Net cash used in investing activities (B)	1.45	-172.61
Cash flows from financing activities			
	Proceeds from issue of share capital	-	-
	Preliminary Expense for issue of share capital	-	-
	Net cash used in financing activities (C)	-	-
	Net increase in cash and cash equivalents (A+B+C)	3.07	-8.85
	Cash and cash equivalents at beginning of period	121.60	130.45
	Cash and cash equivalents at end of period	124.67	121.60



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