


The Board of Directors
Zensar Technologies Limited
Zensar Knowledge Park,
Plot No 4, MIDC,
Off Nagar Road, Kharadi,
Pune-411014.

1. We have reviewed the results of Zensar Technologies Limited (the "Company") for the quarter ended June 30, 2015 which are included in the accompanying 'Statement of Standalone Unaudited Results for the quarter ended 30th June, 2015' (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Company pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. 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 the Statement based on our review.
2. We conducted our review 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. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement.
3. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
4. We have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in the Statement from the disclosures made by the Management and are, therefore, not expressing a review opinion thereon.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants



Amit Borkar
Partner
Membership Number 109846

 Place: Mumbai
Date: July 15, 2015

Zensar Technologies Limited				
Registered Office : Zensar Knowledge Park, Kharadi, Plot # 4 , MIDC, Off Nagar Road, Pune - 411014 , India				
PART I : Statement of Standalone Unaudited Results for the Quarter ended 30th June,2015				
(Rs. in Lakhs)				
Particulars	Quarter ended			Year ended
	30-Jun-2015	31-Mar-2015	30-Jun-2014	31-Mar-2015
	Unaudited	Unaudited	Unaudited	Audited
1 Income from Operations				
(a) Net Sales/Income from Operations	28635	27335	23079	105245
(b) Other Operating Income	331	1231	852	2748
Total income from operations	28966	28566	23931	107993
2 Expenses				
a. Purchase of traded goods	546	244	398	2643
b. Employee benefits expense	16043	16118	13095	60388
c. Depreciation and amortisation expense	901	948	801	3276
d. Other expenses	5017	5236	3876	18305
Total expenses	22507	22546	18170	84612
3 Profit from Operations before other income, finance costs and exceptional items (1-2)	6459	6020	5761	23381
4 Other Income (Net)	2310	(365)	470	2079
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	8769	5655	6231	25460
6 Finance costs	12	26	32	115
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	8757	5629	6199	25345
8 Exceptional Items	-	-	-	-
9 Profit from ordinary activities before tax (7+8)	8757	5629	6199	25345
10 Tax expense	2307	1347	1657	7034
11 Net Profit from ordinary activities after tax (9-10)	6450	4282	4542	18311
12 Extraordinary items	-	-	-	-
13 Net Profit for the period (11-12)	6450	4282	4542	18311
14 Paid-up equity share capital (Face value Rs. 10 each)	4435	4433	4385	4433
15 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year				72604
16 Earnings Per Share (EPS) (Face value Rs. 10 each)				
a) Basic	14.55	9.73	10.37	41.69
b) Diluted	14.29	9.56	10.15	41.04

PART II : Selected Information for the quarter ended 30th June, 2015				
Particulars	Quarter ended			Year ended
	30-Jun-2015	31-Mar-2015	30-Jun-2014	31-Mar-2015
	Unaudited	Unaudited	Unaudited	Audited
A PARTICULARS OF SHAREHOLDING				
1 Public shareholding				
- Number of shares	22994140	23195986	22724045	23195986
- Percentage of shareholding	51.86%	52.33%	51.82%	52.33%
2 Promoter and Promoter Group shareholding				
a) Pledged / Encumbered				
- Number of shares	-	-	-	-
- Percentage of shares (as a % of the total shareholding of Promoter and Promoter group)	-	-	-	-
- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-
b) Non - encumbered				
- Number of shares	21352888	21130788	21130015	21130788
- Percentage of shares (as a % of the total shareholding of Promoter and Promoter group)	100.00%	100.00%	100.00%	100.00%
- Percentage of shares (as a % of the total share capital of the company)	48.14%	47.67%	48.18%	47.67%

Zensar Technologies Limited

Particulars	3 months ended 30-June-2015
B INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	28
Disposed of during the quarter	28
Remaining unresolved at the end of the quarter	Nil

Consolidated Segment wise Revenue, Results & Capital employed for the quarter ended 30th June, 2015

Particulars	Quarter ended			Year ended
	30-Jun-2015	31-Mar-2015	30-Jun-2014	31-Mar-2015
	Unaudited	Unaudited	Unaudited	Audited
1 Segment Revenue (net of inter segment revenue)				
Application Management Services	53105	47593	41474	186063
Infrastructure Management Services	12513	14012	13130	53497
Products & Licences	4846	4152	5874	23208
Net Sales / Income From Operations	70464	65757	60478	262768
2 Segment Results Profit / (Loss) before tax and interest from each segment				
Application Management Services	10155	9186	7081	32726
Infrastructure Management Services	1079	1407	550	4412
Products & Licences	147	191	(22)	954
Total	11381	10784	7609	38092
Less: Interest and finance cost	322	289	241	1116
Less: Unallocable expenditure net of unallocable income	200	1866	(391)	385
Total Profit before Tax	10859	8629	7759	36591

1 In the context of AS-17, Segment Reporting, the Company has identified the following business segments:

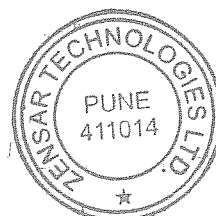
Application Management Services
Infrastructure Management Services
Products & Licences

2 Segment Capital Employed

Fixed assets used in the Company's business or liabilities contracted have not been identified to each of the reportable segments, as the fixed assets and the support services are used interchangeably between segments. Accordingly, no disclosure relating to total segment assets and liabilities has been made.

Notes :

- The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at its meeting held on 15th July, 2015.
- The Limited Review under clause 41 of the Listing Agreement has been carried out by the Statutory Auditors. The Report does not contain anything which would have an impact on the results for the quarter ended 30th June, 2015.
- Other Income (Net) for the quarter ended June 30th, 2015 includes foreign exchange gain of Rs. 1028 lakhs. (Corresponding previous period: net gain of Rs. 240 lakhs). Other Income (net) for the quarter and year ended March 31st, 2015 includes foreign exchange loss of Rs. 542 lakhs and gain of Rs. 965 lakhs respectively.
- On August 14, 2014, the Company entered into a Business Undertaking Transfer Agreement for the purchase of business from Professional Access Software Development Private Limited, an Oracle Platinum partner. The results for the Quarter ended June 30, 2015 include the results of this acquired business for the quarter (Net Sales/Income from Operations of Rs. 4027 lakhs and Profit before tax of Rs. 1612 lakhs) and are therefore not comparable with the figures of the Quarter ended June 30, 2014.
- During the quarter ended June 30, 2015, the Company issued 9,886 equity shares pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 10,368 equity shares under "2006 ESOP" stock option plan.
- Figures for the previous periods/year have been regrouped wherever necessary.



For and on behalf of the Board

JNM

Mumbai
Date: 15th July, 2015

Dr. Ganesh Natarajan
Vice Chairman & Managing Director

The Board of Directors
Zensar Technologies Limited
Zensar Knowledge Park,
Plot No 4, MIDC,
Off Nagar Road, Kharadi
Pune - 411014

1. We have reviewed the consolidated results of Zensar Technologies Limited, and its subsidiaries, hereinafter referred to as the "Group" (refer Note 2 on the Statement) for the quarter ended June 30, 2015 which are included in the accompanying 'Statement of Consolidated Unaudited Results for the quarter ended 30th June, 2015' (the "Statement"), except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in Zensar Technologies Limited which have been traced from disclosures made by the Management but have neither been reviewed nor been audited by us. The Statement has been prepared by the Group's Management pursuant to Clause 41 of the Listing Agreement with the Stock Exchanges in India, which has been initialled by us for identification purposes. This Statement is the responsibility of the Group's Management and has been approved by the Board of Directors of Zensar Technologies Limited. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review 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. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement.
3. A review is limited primarily to inquiries of group's personnel and analytical procedures applied to group's financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
4. We have only traced the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' in Zensar Technologies Limited in the Statement from the disclosures made by the Group's Management and are, therefore, not expressing a review opinion thereon.
5. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the applicable Accounting Standards notified pursuant to the Companies (Accounting Standards) Rules, 2006 as per Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognised accounting practices and policies, and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse
Firm Registration Number: 301112E
Chartered Accountants



Amit Borkar
Partner
Membership Number 109846

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Zensar Technologies Limited

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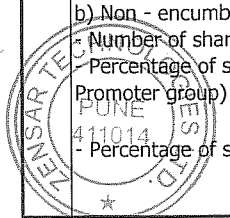
PART I : Statement of Consolidated Unaudited Results for the Quarter ended 30th June, 2015

(Rs. in Lakhs)

Particulars	Quarter ended			Year ended
	30-Jun-2015	31-Mar-2015	30-Jun-2014	31-Mar-2015
	Unaudited	Unaudited	Unaudited	Audited
1 Income from Operations				
(a) Net Sales/Income from Operations	70464	65757	60478	262768
(b) Other Operating Income	133	1052	717	2810
Total income from operations	70597	66809	61195	265578
2 Expenses				
a. Purchase of traded goods	4207	3541	5122	19627
b. Changes in inventories of finished goods and stock in trade	(17)	775	(152)	616
c. Employee benefits expense	44353	41581	37345	162525
d. Depreciation and amortisation expense	1097	1150	1056	4154
e. Other expenses	11120	10597	10531	43644
Total expenses	60760	57644	53902	230566
3 Profit from Operations before other income, finance costs and exceptional items (1-2)	9837	9165	7293	35012
4 Other Income (Net)	1344	(247)	707	2695
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	11181	8918	8000	37707
6 Finance costs	322	289	241	1116
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	10859	8629	7759	36591
8 Exceptional Items	-	-	-	-
9 Profit from ordinary activities before tax (7+8)	10859	8629	7759	36591
10 Tax expense	3232	1449	2161	10128
11 Net Profit from ordinary activities after tax (9-10)	7627	7180	5598	26463
12 Extraordinary items	-	-	-	-
13 Net Profit for the period (11-12)	7627	7180	5598	26463
14 Minority Interest	19	-	2	4
15 Net Profit after tax and minority interest (13-14)	7608	7180	5596	26459
16 Paid-up equity share capital (Face value Rs.10 each)	4435	4433	4385	4433
17 Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year				111265
18 Earnings Per Share (EPS) (Face value Rs. 10 each)				
a) Basic	17.16	16.31	12.77	60.25
b) Diluted	16.86	16.02	12.50	59.30

PART II : Selected Information for the quarter ended 30th June, 2015

Particulars	Quarter ended			Year ended
	30-Jun-2015	31-Mar-2015	30-Jun-2014	31-Mar-2015
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2 Promoter and Promoter Group shareholding				
a) Pledged / Encumbered				
- Number of shares	-	-	-	-
- Percentage of shares (as a % of the total shareholding of Promoter and Promoter group)	-	-	-	-
- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-
b) Non - encumbered				
- Number of shares	21352888	21130788	21130015	21130788
- Percentage of shares (as a % of the total shareholding of Promoter and Promoter group)	100.00%	100.00%	100.00%	100.00%
- Percentage of shares (as a % of the total share capital of the company)	48.14%	47.67%	48.18%	47.67%



Zensar Technologies Limited

	Particulars	3 months ended 30-June- 2015
B	INVESTOR COMPLAINTS	
	Pending at the beginning of the quarter	Nil
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Consolidated Segment wise Revenue, Results & Capital employed for the quarter ended 30th June, 2015

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1	Segment Revenue (net of inter segment revenue)				
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	Total	11381	10784	7609	38092
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	Total Profit before Tax	10859	8629	7759	36591

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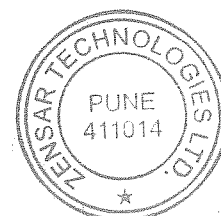
Application Management Services
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Products and Licenses

2 Segment Capital Employed

Fixed assets used in the Company's business or liabilities contracted have not been identified to each of the reportable segments, as the fixed assets and the support services are used interchangeably between segments. Accordingly, no disclosure relating to total segment assets and liabilities has been made.

Notes :

- The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at its meeting held on 15th July, 2015.
- The consolidated financial results include the results of Zensar Technologies Limited's subsidiaries in USA, UK, Singapore, China, South Africa and Netherlands.
- The Limited Review under clause 41 of the Listing Agreement has been carried out by the Statutory Auditors. The Report does not contain anything which would have an impact on the results for the quarter ended 30th June, 2015.
- Other Income (Net) for the quarter ended June 30th, 2015 includes foreign exchange gain of Rs. 1157 lakhs. (Corresponding previous period: net gain of Rs. 472 lakhs). Other Income (net) for the quarter and year ended March 31st, 2015 includes foreign exchange loss of Rs. 415 lakhs and gain of Rs. 1846 lakhs respectively.
- During the quarter ended June 30, 2015, the Company issued 9,886 equity shares pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 10,368 equity shares under "2006 ESOP" stock option plan.
- In the previous year, the Company, through its wholly owned subsidiary, Zensar Technologies, Inc. acquired 100% equity interest in Professional Access Limited vide agreement dated August 14, 2014 and entered into a Business Undertaking Transfer Agreement for the purchase of business from Professional Access Software Development Private Limited, an Oracle Platinum partner.
The results for the Quarter ended June 30, 2015 include the results of this acquired subsidiary and business for the quarter (Net Sales/Income from Operations of Rs. 7628 lakhs and PBT of Rs. 1517 lakhs) and are therefore not comparable with results of quarter ended June 30, 2014.

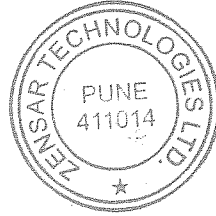


7 Results of Zensar Technologies Limited on a stand alone basis are hosted on the Company's website www.zensar.com.

Stand-Alone Information				
(Rs. in Lakhs)				
Particulars	Quarter ended			Year ended
	30-Jun-2015	31-Mar-2015	30-Jun-2014	31-Mar-2015
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Net Sales/Income from Operations	28635	27335	23079	105245
Profit before tax	8757	5629	6199	25345
Profit after tax	6450	4282	4542	18311

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For and on behalf of the Board



JNe

Dr. Ganesh Natarajan
Vice Chairman & Managing Director

Mumbai
Date: 15th July, 2015