

**Date:** November 3, 2017

**BSE Limited**

Corporate Service Department,  
01<sup>st</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai 400 001

Fax: (022) 2272 2039/2272 3121

**Scrip ID:** ZENSARTECH

**Scrip Code:** 504067

**The National Stock Exchange of India Ltd.**

Exchange Plaza, 03<sup>rd</sup> floor,  
Plot No. C/1, 'G' block,  
Bandra Kurla Complex, Bandra (E),  
Mumbai 400 051

Fax: (022) 26598237/26598238

**Symbol:** ZENSARTECH

**Series:** EQ

Dear Sir(s),

**Subject:** Un-audited Financial Results (Standalone and Consolidated) for the quarter and half year ended September 30, 2017.

Please find enclosed herewith the Un-audited Financial Results (Standalone and Consolidated) for the quarter and half year ended September 30, 2017 which were approved and taken on record by the Board of Directors of the Company at their meeting held today along with the Limited Review Report of the Statutory Auditors of the Company thereon.

Kindly acknowledge the receipt of the same.

Thanking you,  
Yours faithfully,

For **Zensar Technologies Limited**

  
Nilesh Limaye  
**Company Secretary**  
M. No. A4075



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

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

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **ZENSAR TECHNOLOGIES LIMITED** ("the Company"), for the quarter and half year ended September 30, 2017 and the Standalone Unaudited Statement of Assets and Liabilities as at September 30, 2017 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is the responsibility of the Company's Management and approved by the 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. Our responsibility is to issue a report on the Statement based on our review.

2. 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. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. 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.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

# Deloitte Haskins & Sells LLP

4. The comparative financial information of the company for the quarter and half year ended September 30, 2016 and for the year ended March 31, 2017 included in this Statement has been reviewed/audited by the predecessor auditor. The report of the predecessor auditor on these comparative financial information dated October 17, 2016 and April 25, 2017 expressed an unmodified opinion.

Our report is not modified in respect of this matter.

**For DELOITTE HASKINS & SELLS LLP  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)**

**Place: Mumbai  
Date: November 3, 2017**

  
**Hemant M. Joshi  
Partner  
(Membership No. 38019)**

**Zensar Technologies Limited**  
**Registered Office : Zensar Knowledge Park, Kharadi, Plot # 4 , MIDC, Off Nagar Road, Pune - 411014, India**  
**Statement of Standalone Unaudited Results for the Quarter and Half Year ended 30th September, 2017**

(Rs. in Lakhs)

Particulars	Quarter ended			Half Year ended		Year Ended
	30-Sep-2017	30-Jun-2017	30-Sep-2016	30-Sep-2017	30-Sep-2016	31-Mar-2017
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
<b>1</b> Revenue from operations	32,286	30,331	32,736	62,617	65,016	127,240
<b>2</b> Other income (net)	2,348	1,143	195	3,491	1,739	2,210
<b>3 Total Revenue</b>	<b>34,634</b>	<b>31,474</b>	<b>32,931</b>	<b>66,108</b>	<b>66,755</b>	<b>129,450</b>
<b>4 Expenses</b>						
a. Purchase of traded goods	583	396	2,320	979	5,532	7,222
b. Employee benefits expense	18,683	18,769	18,314	37,452	35,131	71,361
c. Cost of manpower hired	497	498	648	995	1,183	2,093
d. Depreciation and amortisation expense	1,266	1,179	937	2,445	1,670	3,391
e. Other expenses	5,303	5,563	4,651	10,866	9,535	19,878
f. Finance costs	311	290	21	601	28	207
<b>Total expenses</b>	<b>26,643</b>	<b>26,695</b>	<b>26,891</b>	<b>53,338</b>	<b>53,079</b>	<b>104,152</b>
<b>5 Profit before tax (3-4)</b>	<b>7,991</b>	<b>4,779</b>	<b>6,040</b>	<b>12,770</b>	<b>13,676</b>	<b>25,298</b>
<b>6 Tax expense</b>						
a. Current tax	1,840	1,282	1,857	3,122	4,120	7,548
b. Deferred tax	(4)	(6)	(194)	(10)	(135)	(272)
<b>7 Net Profit for the period (5-6)</b>	<b>6,155</b>	<b>3,503</b>	<b>4,377</b>	<b>9,658</b>	<b>9,691</b>	<b>18,022</b>
<b>8 Other comprehensive income, net of income tax</b>						
A. Items that will not be reclassified to profit or loss	(171)	-	(332)	(171)	(365)	(475)
B. Items that will be reclassified to profit or loss	(468)	(334)	436	(802)	413	778
<b>Total other comprehensive income, net of income tax</b>	<b>(639)</b>	<b>(334)</b>	<b>104</b>	<b>(973)</b>	<b>48</b>	<b>303</b>
<b>9 Total comprehensive income for the period (7+8)</b>	<b>5,516</b>	<b>3,169</b>	<b>4,481</b>	<b>8,685</b>	<b>9,739</b>	<b>18,325</b>
<b>10 Paid-up equity share capital (Face value Rs. 10 each)</b>	4,494	4,488	4,475	4,494	4,475	4,487
<b>11 Reserves excluding Revaluation Reserves as per balance sheet</b>						108,329
<b>12 Earnings Per Share (EPS) (Face value Rs. 10 each) (not annualised):</b>						
a) Basic	13.71	7.80	9.79	21.51	21.70	40.28
b) Diluted	13.55	7.70	9.64	21.26	21.46	39.72





## Statement of Assets &amp; Liabilities

(Rs. in Lakhs)

Particulars	As at 30-Sep-2017	As at 31-Mar-2017
<b>Assets</b>		
<b>Non-Current Assets</b>		
(a) Property, Plant and Equipment	9,417	8,160
(b) Capital work-in-progress	60	100
(c) Goodwill	8,769	1,276
(d) Other Intangible assets	4,530	743
(e) Intangible assets under development	291	162
(f) Financial Assets		
i) Investments	13,154	7,766
ii) Loans	-	-
ii) Other financial assets	1,431	1,124
(g) Deferred tax assets (net)	1,908	1,494
(h) Other non-current assets	822	765
(i) Income tax assets (net)	1,784	2,170
<b>Total - Non-current assets</b>	<b>42,166</b>	<b>23,760</b>
<b>Current Assets</b>		
(a) Financial Assets		
i) Investments	6,304	14,667
ii) Trade receivables	68,111	59,631
iii) Cash and cash equivalents	4,287	5,875
iv) Bank balances other than in (iii) above	223	196
v) Unbilled revenue	20,315	17,481
vi) Other financial assets	3,037	5,522
(b) Other current assets	3,967	3,956
<b>Total - Current assets</b>	<b>106,244</b>	<b>107,328</b>
<b>Total - Assets</b>	<b>148,410</b>	<b>131,088</b>
<b>Equity And Liabilities</b>		
<b>Equity</b>		
(a) Equity Share Capital	4,494	4,487
(b) Other Equity		
i. Reserves and surplus	114,017	107,526
ii. Other components of equity	1	803
<b>Total - Equity</b>	<b>118,512</b>	<b>112,816</b>
<b>Non-Current Liabilities</b>		
(a) Financial Liabilities		
i) Borrowings	841	25
ii) Other financial liabilities	3,713	-
(b) Provisions	82	70
(c) Employee benefit obligations	1,512	1,528
<b>Total - Non-Current Liabilities</b>	<b>6,148</b>	<b>1,623</b>
<b>Current Liabilities</b>		
(a) Financial Liabilities		
i) Borrowings	3,264	1,459
ii) Trade payables	4,277	4,979
iii) Other financial liabilities	9,445	5,723
(b) Employee benefit obligations	3,558	2,502
(c) Unearned revenue	1,049	740
(d) Other Current Liabilities	1,599	1,089
(e) Current Tax Liabilities (Net)	558	157
<b>Total - Current Liabilities</b>	<b>23,750</b>	<b>16,649</b>
<b>Total - Equity And Liabilities</b>	<b>148,410</b>	<b>131,088</b>

## Notes :

- The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at their meeting held on November 03, 2017.
- The Company on April 1, 2017, completed the acquisition of business from Keystone Logic Solutions Private Limited through a Business Undertaking Transfer Agreement dated March 30, 2017. In accordance with the agreement, the company has paid the initial consideration of Rs. 5181 lakhs and accrued the contingent consideration payable over next three years till FY 2019-20 as per mutually agreed milestones and conditions of an amount upto Rs. 8000 lakhs (USD 12.39 million).  
The results for the quarter and half year ended September 30, 2017 include the results of the above mentioned acquired business (Net sales/Income from operations of Rs. 1638 lakhs and Rs. 3325 lakhs respectively & Profit before tax of Rs. 824 lakhs and Rs. 1649 lakhs respectively) and are therefore not comparable with results of previous periods.
- Where financial results are declared for both consolidated and standalone entity, segment information may be presented only in the case of consolidated financial results. Accordingly, segment information has been provided only in the consolidated financial results.
- Other Income (Net) for the quarter and half year ended September 30, 2017 includes foreign exchange gain of Rs. 567 lakhs and Rs. 795 lakhs respectively. (Corresponding previous period: net gain/(loss) of Rs. (640) lakhs and Rs. 300 lakhs). Other Income (net) for the quarter ended June 30, 2017 includes net foreign exchange gain of Rs. 228 lakhs.
- During the half year ended September 30, 2017, the Company issued 7300 equity shares pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 61486 equity shares under "2006 ESOP" stock option plan.
- The shareholders in their meeting dated 19th July, 2017 have approved the final dividend for year ending March 31, 2017 of Rs. 7 per share.

For and on behalf of the Board



*Sandeep Kishore*  
Sandeep Kishore  
Managing Director & CEO  
DIN:07393680

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

### **TO THE BOARD OF DIRECTORS OF ZENSAR TECHNOLOGIES LIMITED**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **ZENSAR TECHNOLOGIES LIMITED** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter and half year ended September 30, 2017 and the Consolidated Unaudited Statement of Assets and Liabilities as at September 30, 2017 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement which is the responsibility of the Parent's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in 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. Our responsibility is to issue a report on the Statement based on our review.

2. 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. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Parent's 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.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement [which includes the results of the entities listed in Note 5 of the Statement] prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

# **Deloitte Haskins & Sells LLP**

4. The comparative financial information of the Group for the quarter and half year ended September 30, 2016 and for the year ended 31st March 2017 included in this Statement has been reviewed / audited by the predecessor auditor. The report of the predecessor auditor on the comparative financial information dated October 17, 2016 and April 25, 2017 expressed an unmodified conclusion / opinion. Adjustments as stated in Note 4, made to the previously issued said financial information for quarter and half year ended 30<sup>th</sup> September 2016 prepared in accordance with the Ind AS have been reviewed by us.

Our report is not modified in respect of these matters.

**For DELOITTE HASKINS & SELLS LLP  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)**

**Place: Mumbai  
Date: November 3, 2017**

  
**Hemant M. Joshi  
Partner  
(Membership No.38019)**

**Zensar Technologies Limited**  
Registered Office : Zensar Knowledge Park, Kharadi, Plot # 4 , MIDC, Off Nagar Road, Pune - 411014, India  
Statement of Consolidated Unaudited Results for the Quarter and Half Year ended 30th September, 2017

(Rs. in Lakhs)

Particulars	Quarter ended			Half Year ended		Year Ended
	30-Sep-2017	30-Jun-2017	30-Sep-2016	30-Sep-2017	30-Sep-2016	31-Mar-2017
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 Revenue from operations	76,260	73,665	77,032	149,925	152,574	305,559
2 Other income (net)	2,094	2,026	702	4,120	2,682	2,406
3 <b>Total Revenue</b>	<b>78,354</b>	<b>75,691</b>	<b>77,734</b>	<b>154,045</b>	<b>155,256</b>	<b>307,965</b>
4 <b>Expenses</b>						
a. Purchase of traded goods	2,955	3,637	5,730	6,592	12,663	22,167
b. Changes in inventories	230	(387)	520	(157)	316	1,319
c. Employee benefits expense	42,962	41,641	39,541	84,603	77,407	159,300
d. Cost of manpower hired	8,976	9,537	8,926	18,513	17,822	35,880
e. Depreciation and amortisation expense	1,714	1,807	1,286	3,521	2,388	4,857
f. Other expenses	12,289	11,759	11,201	24,048	22,880	48,703
g. Finance costs	534	621	196	1,155	369	877
<b>Total expenses</b>	<b>69,660</b>	<b>68,615</b>	<b>67,400</b>	<b>138,275</b>	<b>133,845</b>	<b>273,103</b>
5 <b>Profit before tax (3-4)</b>	<b>8,694</b>	<b>7,076</b>	<b>10,334</b>	<b>15,770</b>	<b>21,411</b>	<b>34,862</b>
6 <b>Tax expense</b>						
a. Current tax	1,927	2,487	2,967	4,414	7,163	10,506
b. Deferred tax	348	(219)	89	129	(500)	519
7 <b>Net Profit for the period (5-6)</b>	<b>6,419</b>	<b>4,808</b>	<b>7,278</b>	<b>11,227</b>	<b>14,748</b>	<b>23,837</b>
8 <b>Net Profit/(Loss) attributable to:</b>						
- Owners	6,263	4,717	7,032	10,980	14,446	23,486
- Non-controlling interests	156	91	246	247	302	351
9 <b>Other comprehensive income, net of income tax</b>						
A. Items that will not be reclassified to profit or loss	(171)	-	(332)	(171)	(365)	(630)
B. Items that will be reclassified to profit or loss	15	256	(497)	271	(336)	(1,182)
<b>Total other comprehensive income, net of income tax</b>	<b>(156)</b>	<b>256</b>	<b>(829)</b>	<b>100</b>	<b>(701)</b>	<b>(1,812)</b>
10 <b>Total comprehensive income for the period (7+9)</b>	<b>6,263</b>	<b>5,064</b>	<b>6,449</b>	<b>11,327</b>	<b>14,047</b>	<b>22,025</b>
11 <b>Total comprehensive income attributable to:</b>						
- Owners	6,107	4,973	6,209	11,080	13,745	21,674
- Non-controlling interests	156	91	240	247	302	351
12 Paid-up equity share capital (Face value Rs.10 each)	4,494	4,488	4,475	4,494	4,475	4,487
13 <b>Reserves excluding Revaluation Reserves as per balance sheet</b>						142,562
14 <b>Earnings Per Share (EPS) (Face value Rs. 10 each) (not annualised):</b>						
a) Basic	13.95	10.51	15.73	24.46	32.34	52.50
b) Diluted	13.79	10.37	15.55	24.17	31.98	51.76

**Consolidated Segment wise Revenue & Results for the quarter and half year ended 30th September, 2017**

Particulars	Quarter ended			Half Year ended		Year Ended
	30-Sep-2017	30-Jun-2017	30-Sep-2016	30-Sep-2017	30-Sep-2016	31-Mar-2017
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1 <b>Segment Revenue</b>						
Application Management Services	63,255	60,065	59,582	123,320	118,449	239,860
Infrastructure Management Services	13,005	13,600	17,450	26,605	34,126	65,699
<b>Revenue From Operations</b>	<b>76,260</b>	<b>73,665</b>	<b>77,032</b>	<b>149,925</b>	<b>152,574</b>	<b>305,559</b>
2 <b>Segment Results Profit / (Loss) before tax and interest</b>						
Application Management Services	8,971	8,327	11,995	17,298	23,313	44,653
Infrastructure Management Services	(439)	416	(790)	(23)	(827)	(2,434)
<b>Total Segment Results</b>	<b>8,532</b>	<b>8,743</b>	<b>11,205</b>	<b>17,275</b>	<b>22,486</b>	<b>42,219</b>
Less: Finance costs	534	621	196	1,155	369	877
Less: Unallocable expenditure net of unallocable income	(696)	1,046	675	350	706	6,480
<b>Total Profit before Tax</b>	<b>8,694</b>	<b>7,076</b>	<b>10,334</b>	<b>15,770</b>	<b>21,411</b>	<b>34,862</b>





Statement of Segment Assets & Liabilities		30-Sep-2017	30-Jun-2017	30-Sep-2016	31-Mar-2017
		Unaudited	Unaudited	Unaudited	Audited
1	<b>Segment Assets</b>				
	<b>Trade Receivables</b>				
	Application Management Services	48,867	47,252	41,884	39,615
	Infrastructure Management Services	10,736	13,018	12,178	13,652
	<b>Total Trade Receivables</b>	59,603	60,270	54,062	53,267
	<b>Inventories</b>				
	Application Management Services	-	-	-	-
	Infrastructure Management Services	11,424	11,655	12,271	11,267
	<b>Total Inventories</b>	11,424	11,655	12,271	11,267
	<b>Unbilled Revenue</b>				
	Application Management Services	25,848	23,927	21,042	20,195
	Infrastructure Management Services	4,821	4,500	7,814	5,335
	<b>Total Unbilled Revenue</b>	30,669	28,427	28,856	25,530
	<b>Goodwill</b>				
	Application Management Services	25,055	24,675	28,969	14,333
	Infrastructure Management Services	17,441	17,252	17,796	17,324
	<b>Total Goodwill</b>	42,496	41,927	46,765	31,657
	<b>Unallocable Assets</b>	77,375	82,556	84,166	88,547
	<b>TOTAL ASSETS</b>	<b>221,567</b>	<b>224,835</b>	<b>226,120</b>	<b>210,268</b>
2	<b>Segment Liabilities</b>				
	<b>Unearned Revenue</b>				
	Application Management Services	4,916	6,475	3,220	4,968
	Infrastructure Management Services	2,015	3,713	4,010	3,967
	<b>Total Unearned Revenue</b>	6,931	10,188	7,230	8,935
	<b>Unallocable Liabilities</b>	58,491	51,185	58,551	53,543
	<b>Total Liabilities</b>	<b>65,422</b>	<b>61,373</b>	<b>65,781</b>	<b>62,478</b>



## Statement of Assets &amp; Liabilities

(Rs. in Lakhs)

Particulars	As at 30- Sep-2017	As at 31- Mar-2017
<b>Assets</b>		
<b>Non-Current Assets</b>		
(a) Property, Plant and Equipment	10,735	9,146
(b) Capital work-in-progress	167	101
(c) Goodwill	42,496	31,657
(d) Other Intangible assets	7,556	4,002
(e) Intangible assets under development	291	162
(f) Financial Assets		
i) Investments	15,057	9,603
ii) Other financial assets	1,701	1,486
(g) Deferred tax assets (net)	1,775	1,738
(h) Other non-current assets	1,350	1,613
(i) Income tax assets (net)	3,947	3,924
<b>Total - Non-current assets</b>	<b>85,075</b>	<b>63,432</b>
<b>Current Assets</b>		
(a) Inventories	11,424	11,267
(b) Financial Assets		
i) Investments	6,304	14,667
ii) Trade receivables	59,603	53,267
iii) Cash and cash equivalents	20,306	32,713
iv) Bank balances other than in (iii) above	223	196
v) Unbilled revenue	30,669	25,530
vi) Other financial assets	579	1,890
(c) Other current assets	7,384	7,306
<b>Total - Current assets</b>	<b>136,492</b>	<b>146,836</b>
<b>Total - Assets</b>	<b>221,567</b>	<b>210,268</b>
<b>Equity And Liabilities</b>		
<b>Equity</b>		
(a) Equity Share Capital	4,494	4,487
(b) Other Equity		
i. Reserves and surplus	149,943	142,118
ii. Other components of equity	715	444
Equity Attributable to Owners of the Company	155,152	147,049
Non controlling interests	993	741
<b>Total - Equity</b>	<b>156,145</b>	<b>147,790</b>
<b>Non-Current Liabilities</b>		
(a) Financial Liabilities		
i) Borrowings	841	146
ii) Other financial liabilities	7,078	3,080
(b) Provisions	192	70
(c) Employee benefit obligations	3,353	3,595
(d) Other non-current liabilities	-	85
<b>Total - Non-Current Liabilities</b>	<b>11,464</b>	<b>6,976</b>
<b>Current Liabilities</b>		
(a) Financial Liabilities		
i) Borrowings	9,603	12,908
ii) Trade payables	17,436	16,658
iii) Other financial liabilities	9,093	8,884
(b) Employee benefit obligations	4,442	2,875
(c) Unearned revenue	6,931	8,935
(d) Other current liabilities	3,111	2,305
(e) Current tax liabilities (Net)	3,342	2,937
<b>Total - Current Liabilities</b>	<b>53,958</b>	<b>55,502</b>
<b>Total - Equity And Liabilities</b>	<b>221,567</b>	<b>210,268</b>



**Notes :**

- 1 The above financial results were reviewed and recommended by the Audit Committee and taken on record by the Board of Directors at their meeting held on November 03, 2017.
- 2 In November 2016, the Company, through its wholly owned subsidiary, Zensar Technologies (UK) Limited, acquired a 100% stake in Foolproof Limited, an Experience Design Company based in UK. The results for the quarter and half year ended September 30, 2017 include the results of Foolproof Group (Revenue from operations of Rs. 2600 lakhs and Rs. 4857 lakhs respectively & Profit/(Loss) before tax of Rs. 63 lakhs and Rs. (54) lakhs respectively) and are therefore not comparable with results for quarter and half year ended September 30, 2016.
- 3 The Company on April 1, 2017, completed the acquisition of business from Keystone Logic Solutions Private Limited through a Business Undertaking Transfer Agreement dated March 30, 2017. In accordance with the agreement, the company has paid the initial consideration of Rs. 5181 lakhs and accrued the contingent consideration payable over next three years till FY 2019-20 as per mutually agreed milestones and conditions of an amount upto Rs. 8000 lakhs (USD 12.39 million). Further, the Company through its subsidiary, Zensar Technologies Inc. has acquired 100% stake in Keystone Logic Inc. based in US on March 30, 2017 for a total consideration of USD 5.95 Million. The acquisition was consummated on April 1, 2017.  
The results for the quarter and half year ended September 30, 2017 include the results of the above mentioned acquired business & entity (Revenue from operations of Rs. 3469 lakhs and Rs. 6598 lakhs respectively & Profit before tax of Rs. 1030 lakhs and Rs. 2133 lakhs respectively) and are therefore not comparable with results of previous periods.
- 4 The Group had initially opted to apply Ind AS 103- Business Combinations from the date of transition i.e. April 1, 2015 to Indian Accounting Standards. However, during the quarter ended March 31, 2017, the Group opted to apply this standard to all business combinations completed on or after October 1, 2010. Accordingly, the figures for quarter and half year ended September 30, 2016 have been restated to give effect of the above mentioned change and consequently, the profit before tax for the quarter and half year ended 30th September 2016 is lower by Rs. 176 lakhs and Rs. 352 lakhs respectively than as reported earlier.
- 5 The consolidated financial results include the results of Zensar Technologies Limited and its subsidiaries viz., Zensar Technologies Inc., Zensar Technologies (UK) Limited, PSI Holding Group Inc., Zensar Technologies IM Inc., Zensar Technologies IM B.V., Zensar (Africa) Holdings Pty Limited, Zensar (South Africa) Pty Limited, Professional Access Limited, Zensar Technologies (Singapore) Pte. Limited, Foolproof Limited, Knit Limited, Foolproof (SG) Pte Limited, Flow Interactive Limited, Zensar Technologies (Shanghai) Company Limited, Keystone Logic Inc, Zensar Information Technologies Limited, Zensar Software Technologies Limited and Zensar Info Technologies (Singapore) Pte Limited.
- 6 Other Income (Net) for the quarter and half year ended September 30, 2017 includes foreign exchange gain of Rs. 1480 lakhs and Rs. 2720 lakhs respectively. (Corresponding previous period: net gain/(loss) of Rs. (98) lakhs and Rs. 1333 lakhs). Other Income (net) for the quarter ended June 30, 2017 includes net foreign exchange gain of Rs. 1240 lakhs.
- 7 During the half year ended September 30, 2017, the Company issued 7300 equity shares pursuant to the exercise of stock options by certain employees under the "2002 ESOP" and 61486 equity shares under "2006 ESOP" stock option plan.
- 8 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			Half Year ended		Year Ended	
	30-Sep-2017	30-Jun-2017	30-Sep-2016	30-Sep-2017	30-Sep-2016	31-Mar-2017	
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	
Revenue from operations	32,286	30,331	32,736	62,617	65,016	127,240	
Profit before tax	7,991	4,779	6,040	12,770	13,676	25,298	
Net profit for the period	6,155	3,503	4,377	9,658	9,691	18,022	

- 9 The shareholders in their meeting dated 19th July, 2017 have approved the final dividend for year ending March 31, 2017 of Rs. 7 per share.

Mumbai  
Date: November 03, 2017



For and on behalf of the Board

  
Sandeep Kishore  
Managing Director & CEO  
DIN:07393680