

May 30, 2018

BSE Limited Corporate Relationship Department P.J. Towers, Dalal Street, Fort, Mumbai - 400 001 Ph : 22721233, Fax : 22723121/3719	National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051 Ph : 26598235, Fax : 26598237/38
Scrip Code : 506109	Symbol : GENESYS

Dear Sir,

Sub.: Outcome of Board Meeting held on May 30, 2018

In compliance with the provisions of Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company, at their meeting held today, May 30, 2018 has *inter alia*;

- i. Approved the Audited Financial Results (Standalone & Consolidated) for the quarter and year-ended March 31, 2018 along with Statement of Asset and Liabilities as at 31st March, 2018. The said Results, Auditors' Report and Declaration for Unmodified Opinion are enclosed herewith.
- ii. Recommended a dividend of Rs. 0.125/- per equity share of Rs. 5/- each (i.e. 2.5%) for the financial year 2017-18, subject to approval of shareholders in the forthcoming AGM.

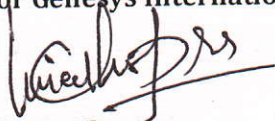
The meeting of Board commenced at 08.00 p.m. and concluded at 10.30 p.m.,

You are requested to take the above on your records.

Thanking You,

Yours faithfully,

For Genesys International Corporation Limited



Vineet Chopra
General Manager - Legal & Company Secretary

Encl.: As above.





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

(₹ in lacs)

Particulars	Standalone				
	Quarter ended			For the year ended	Year ended
	31-Mar-18 (Audited)	31-Dec-17 (Unaudited)	31-Mar-17 (Audited)	31-Mar-18 (Audited)	31-Mar-17 (Audited)
1 Net Sales / Income from operations	3,106.34	3,033.28	1,707.47	11,888.74	7,668.10
2 Other Income	31.04	146.95	80.47	447.13	355.30
3 Total Revenue	3,137.38	3,180.23	1,787.94	12,335.87	8,023.40
4 Expenses					
a) Project Expenses	139.99	290.37	144.59	1,077.80	831.56
b) Employees Cost	1,380.79	1,297.49	652.74	4,771.53	2,875.46
c) Finance Costs	99.56	42.09	26.42	216.74	176.84
d) Depreciation and Amortisation Expenses	124.97	124.67	153.90	655.45	656.49
e) Other Expenditure	566.65	417.47	412.56	1,748.09	1,365.99
Total expenses	2,311.96	2,172.09	1,390.21	8,469.61	5,906.34
5 Profit/(Loss) before exceptional / Extraordinary items and Tax(3-4)	825.42	1,008.14	397.73	3,866.26	2,117.06
6 Exceptional / Extraordinary Items	-	-	-	-	-
7 Profit/(Loss) before Tax (5-6)	825.42	1,008.14	397.73	3,866.26	2,117.06
8 Tax Expense					
Current Tax	101.96	169.78	-	611.16	-
Deferred Tax	117.09	(33.07)	(125.79)	135.83	(189.54)
Tax Adjustment for earlier years	0.00	18.78	(0.73)	18.78	1.74
Total Tax Expenses	219.05	155.49	(126.52)	765.77	(187.80)
9 Net Profit/(Loss) After Tax (7-8)	606.37	852.65	524.25	3,100.49	2,304.86
10 Other comprehensive Income					
Items that will not be reclassified subsequently to profit or loss					
Remeasurement of the net defined benefit liability / asset	20.19	(11.10)	0.17	(14.78)	(1.16)
Equity instrument through other comprehensive income	-	-	-	-	-
Items that will not be reclassified to profit or loss	-	-	-	-	-
Total Comprehensive Income / (Loss) for the period	20.19	(11.10)	0.17	(14.78)	(1.16)
11 Total Comprehensive Income for the period after Tax (9+10)	626.57	841.55	524.42	3,085.71	2,303.70
12 Paid-up Equity Share Capital (Face value of ₹ 5/- each)	1,547.48	1,542.01	1,530.41	1,547.48	1,530.41
13 Other Equity				26,555.37	23,464.11
14 Earnings per Share (weighted average)					
Basic EPS (Not Annualised)	1.97	2.78	1.72	10.09	7.57
Diluted EPS (Not Annualised)	1.89	2.73	1.68	9.66	7.39





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STATEMENT OF ASSETS AND LIABILITIES

(₹ in lacs)

PARTICULARS	As at	
	31.03.2018	31.03.2017
	(audited)	(audited)
	Standalone	Standalone
<u>I. ASSETS</u>		
<u>1) NON-CURRENT ASSETS</u>		
a) Fixed Assets		
Property, Plant and Equipment	2,473.76	1,587.28
Capital Work-in-progress	25.42	-
Other Intangible Assets	1.52	86.60
	2,500.70	1,673.88
b) Financial Assets:		
Investments	15,610.08	15,809.57
Other Financial Assets	110.45	115.27
c) Deferred Tax Assets (net)	2,339.06	2,239.78
d) Other Non Current Assets	261.41	258.95
	20,821.70	20,097.45
<u>2) CURRENT ASSETS</u>		
a) Financial Assets:		
Trade Receivables	4,176.33	4,137.00
Cash and Bank Balances	3,787.87	1,135.51
Loans	170.05	1,402.52
Other Financial Assets	3,596.97	3,046.91
b) Current Tax Assets (Net)	100.51	95.00
c) Other Current Assets	887.19	282.69
	12,718.92	10,099.63
TOTAL	33,540.62	30,197.08
<u>1) EQUITY</u>		
a) Equity Share Capital	1,547.48	1,530.41
b) Other Equity	26,555.37	23,464.11
	28,102.85	24,994.52
<u>2) NON-CURRENT LIABILITIES</u>		
a) Financial Liabilities:		
Borrowings	152.44	88.35
b) Provisions	435.62	465.66
	588.06	554.01
<u>3) CURRENT LIABILITIES</u>		
a) Financial Liabilities:		
Borrowings	798.77	1,023.13
Trade Payables	732.18	717.81
Other Current Financial Liabilities	1,449.15	843.70
b) Other Current Liabilities	833.69	1,491.14
c) Provisions	331.43	215.52
d) Current Tax Liabilities (Net)	704.49	357.25
	4,849.71	4,648.55
TOTAL	33,540.62	30,197.08



Notes:

- 1 The Company addresses the consumer location based services market as well as enterprise and infrastructure space.
- 2 The Company operates only in single Primary Segment i.e. Geographical Information Systems, hence disclosure as per IND AS 108 'Operating Segment' is not required.
- 3 The financial results for the quarter and year ended March 31, 2018 have been reviewed by the Audit Committee. The Board of Directors at its meeting held on May 30, 2018 approved the same and its release.
- 4 The statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rule 2015 (IND AS) prescribed under section 133 of Companies Act 2013. Beginning 1st April, 2017, the company has for the first time adopted IND AS with transition date of 1st April, 2016 and accordingly restated results for the quarter ended March 31, 2017.
- 5 The reconciliation of Net Profit or loss reported in accordance with Indian GAAP to Total Comprehensive income in accordance with IND AS is given below:

Particulars	(₹ in lacs)	
	Quarter ended 31-Mar-17	Period ended 31-Mar-17
	Unaudited Standalone	Unaudited Standalone
Net Profit / (Loss) as per previous Indian GAAP	506.06	1,870.80
Add: Effect of measuring investments at Fair Value through amortised cost	23.98	97.27
Add: Effect of measuring Financial assets at Fair Value through amortised cost	(8.35)	-
Less: Effect of Unwinding of Equity component of Investment	(97.27)	(97.27)
Add: Actuarial (gain) / loss on employee defined benefit funds recognised in	(0.17)	1.16
Add: MAT Credit recognised	100.00	432.90
Net Profit / (Loss) as per previous IND AS before Other Comprehensive	524.25	2,304.86
Add: Other Comprehensive Income	0.17	(1.16)
Net profit for the period under Ind AS	524.42	2,303.70

- 6 Reconciliation of Equity as at 31st March, 2017 as previously reported under IGAAP and New under IND AS is provided below:

Particulars	(₹ in lacs)	
	Period ended 31-Mar-17	
	Unaudited Standalone	
Net Worth under previous GAAP	23,346.02	
Add: Adjustment on account of recognition of MAT credit of earlier Years	1,215.60	
Add: Adjustment on account of recognition of MAT credit of Current year	432.90	
Net Worth under IND AS	24,994.52	

- 7 The Board of Directors have recommended, subject to the approval of shareholders, a dividend of 2.5% i.e. Re. 0.125 per fully paid up equity share of ₹5 each. During the previous year ended 31st March, 2017 the Company had declared dividend of Re.0.125 per fully paid up equity share of ₹5 each.
- 8 The employee compensation expenses includes the expenses to the tune of ₹285.25 lakhs, pursuant to new ESOP scheme viz. Genesys ESOP Scheme, 2017
- 9 Figures for the quarter ended March 31, 2018 and March 31, 2017 are the balancing figures between audited figures in respect of full financial year and the published year to date figures up to the third quarter of the relevant financial year.
10. Previous period figures have been re-grouped / re-classified, wherever necessary.

For GENESYS INTERNATIONAL CORPORATION LIMITED

Place: Mumbai
Dated: May 30, 2018



SAJID MALIK
CHAIRMAN & MANAGING DIRECTOR
DIN No: 00400366





G. K. Choksi & Co.
Chartered Accountants

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Nariman Point, Mumbai - 400 021.
Tel.: 6632 4446 / 6632 4447
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Auditors Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors,
Genesys International Corporation Limited

We have audited the accompanying standalone financial results of **Genesys International Corporation Limited** (the 'Company') for the quarter ended 31st March, 2018 and year to date results for the year ended 31st March, 2018 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The financial results for the quarter ended 31st March, 2018 have been prepared on the basis of the financial results for the nine months period ended 31st December, 2017, the audited annual IND-AS financial statements as at and for the year ended 31st March, 2018 and the relevant Requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which are the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express an opinion on these financial results based on (a) our review of the financial results for the nine months' period ended 31st December, 2017 which was prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind-AS)-34, "Interim Financial Reporting", specified, under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India, (b) our audit of the annual Ind-AS financial statements as at and for the year ended 31st March, 2018 and (c) the relevant requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We conducted our audit in accordance with the accounting standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis evidence supporting the



amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to explanations given to us these quarterly financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view in conformity with the Indian Accounting Standards (Ind-AS) and other Accounting principles generally accepted in India of the net profit, other comprehensive income and other financial information of the company for the quarter ended 31st March, 2018 as well as for the year ended 31st March, 2018.

Further, read with paragraph 1 above, we report that the figures for the quarter ended 31st March, 2018 represent the balancing figures between the audited figures for the financial year ended 31st March, 2018 and Year to Date figure published upto 31st December, 2017, being the date of the end of the third quarter of the current financial year, which were subject to limited review as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

FOR G.K.CHOKSI & CO.

Chartered Accountants

Firm Reg. No.: 125442W



Rohit Choksi
(Rohit K. Choksi)

(Partner)

(M. No. 031103)

Place: Mumbai

Date: 30/05/2018



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

	Particulars	Consolidated				
		Quarter ended			For the year ended	Year ended
		31-Mar-18 (Audited)	31-Dec-17 (Unaudited)	31-Mar-17 (Audited)	31-Mar-18 (Audited)	31-Mar-17 (Audited)
1	Net Sales / Income from operations	2,594.34	3,033.28	467.79	11,376.74	6,437.30
2	Other Income	18.88	133.82	34.28	395.62	309.12
3	Total Revenue	2,613.22	3,167.10	502.07	11,772.36	6,746.42
4	Expenses					
	a) Project Expenses	71.20	337.53	92.05	1,132.03	902.31
	b) Employees Cost	1,247.06	1,364.96	244.81	4,844.28	2,621.60
	c) Finance Costs	97.66	42.74	25.11	216.74	178.62
	d) Depreciation and Amortisation Expenses	227.09	329.53	402.72	1,420.23	1,265.58
	e) Other Expenditure	560.45	430.67	268.53	1,807.74	1,319.26
	Total expenses	2,203.46	2,505.42	1,033.22	9,421.01	6,287.37
5	Profit/(Loss) before exceptional / Extraordinary items and Tax(3-4)	409.76	661.68	(531.15)	2,351.35	459.05
6	Exceptional / Extraordinary Items	-	-	-	-	-
7	Profit/(Loss) before Tax (5-6)	409.76	661.68	(531.15)	2,351.35	459.05
8	Tax Expense					
	Current Tax	101.96	169.78	-	611.16	-
	Deferred Tax	131.24	(163.07)	(126.61)	19.99	(189.36)
	Tax Adjustment for earlier years	0.00	18.78	0.26	18.78	2.73
	Total Tax Expenses	233.20	25.50	(126.34)	649.92	(186.63)
9	Net Profit/(Loss) After Tax (7-8)	176.56	636.18	(404.81)	1,701.43	645.68
10	Share of loss for Non Controlling Interest	(258.58)	(211.59)	(254.38)	(1,049.24)	(920.69)
11	Share of loss of Associate	(0.84)	-	-	(0.84)	-
12	Net Profit/(Loss) After Tax , Share of profit / (loss) of associates or Minority Interest (9-10+11)	434.30	847.77	(150.42)	2,749.82	1,566.37
13	Other comprehensive Income					
	Items that will not be reclassified subsequently to profit or loss					
	Remeasurement of the net defined benefit liability / asset	19.71	(11.10)	0.17	(15.27)	(1.16)
	Equity instrument through other comprehensive income	-	-	-	-	-
	Items that will not be reclassified to profit or loss	-	-	-	-	-
	Total Comprehensive Income / (Loss) for the period	19.71	(11.10)	0.17	(15.27)	(1.16)
14	Total Comprehensive Income for the period after Tax (12+13)	454.01	836.67	(150.26)	2,734.55	1,565.21
15	Paid-up Equity Share Capital (Face value of ₹ 5/- each)	1,547.48	1,534.15	1,522.38	1,547.48	1,530.41
16	Other Equity					
	Owner's Share				20,934.76	15,565.64
	Non Controlling Interest				9,453.52	9,723.96
17	Earnings per Share (weighted average)					
	Basic EPS (Not Annualised)	1.41	2.76	(0.49)	8.95	5.14
	Diluted EPS (Not Annualised)	1.35	2.72	(0.48)	8.57	5.02





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STATEMENT OF ASSETS AND LIABILITIES (₹ in lacs)

PARTICULARS	As at	
	31.03.2018	31.03.2017
	(audited)	(audited)
	Consolidated	Consolidated
<u>I. ASSETS</u>		
<u>1) NON-CURRENT ASSETS</u>		
a) Fixed Assets		
Property, Plant and Equipment	2,486.12	1,604.52
Capital Work-in-progress	25.42	-
Goodwill on Consolidation	3,422.03	-
Other Intangible Assets	15,772.24	16,337.96
	21,705.81	17,942.48
b) Financial Assets:		
Investments	1,104.06	2,452.47
Other Financial Assets	129.00	123.62
c) Deferred Tax Assets (net)	2,454.94	2,239.82
d) Other Non Current Assets	261.40	258.95
	25,655.21	23,017.34
<u>2) CURRENT ASSETS</u>		
a) Financial Assets:		
Current Investments	-	-
Trade Receivables	4,176.19	2,334.17
Cash and Cash Equivalents	3,790.30	2,088.83
Loans	170.05	1,402.52
Other Financial Assets	3,499.17	3,406.97
b) Current Tax Assets (Net)	101.40	95.89
c) Other Current Assets	1,086.34	477.43
	12,823.45	9,805.81
TOTAL	38,478.66	32,823.15
<u>II. EQUITY AND LIABILITIES</u>		
<u>1) EQUITY</u>		
a) Equity Share Capital	1,547.48	1,530.41
b) Other Equity	20,934.76	15,565.64
c) Non Controlling Interest	9,453.52	9,723.96
	31,935.76	26,820.01
<u>2) NON-CURRENT LIABILITIES</u>		
a) Financial Liabilities:		
Borrowings	152.44	88.35
b) Provisions	435.62	465.66
	588.06	554.01
<u>3) CURRENT LIABILITIES</u>		
a) Financial Liabilities:		
Borrowings	1,555.51	1,911.90
Trade Payables	956.09	926.33
Other Current Financial Liabilities	1,470.74	866.83
b) Other Current Liabilities	936.59	1,171.30
c) Provisions	331.43	215.52
d) Current Tax Liabilities (Net)	704.49	357.25
	5,954.84	5,449.13
TOTAL	38,478.66	32,823.15





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Notes:

- 1 The Company addresses the consumer location based services market as well as enterprise and infrastructure space.
- 2 The Company operates only in single Primary Segment i.e. Geographical Information Systems, hence disclosure as per IND AS 108 'Operating Segment' is not required.
- 3 The financial results for the quarter and year ended March 31, 2018 have been reviewed by the Audit Committee. The Board of Directors at its meeting held on May 30, 2018 approved the same and its release.
- 4 The statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rule 2015 (IND AS) prescribed under section 133 of Companies Act 2013. Beginning 1st April, 2017, the company has for the first time adopted IND AS with transition date of 1st April, 2016 and accordingly restated results for the quarter ended March 31, 2017.
- 5 The reconciliation of Net Profit or loss reported in accordance with Indian GAAP to Total Comprehensive income in accordance with IND AS is given below:

Particulars	(₹ in lacs)	
	Quarter ended 31-Mar-17	Period ended 31-Mar-17
	Consolidated	Consolidated
Net Profit / (Loss) as per previous Indian GAAP	(168.62)	1,132.29
Add: Effect of measuring investments at Fair Value through amortised cost method	23.98	97.27
Add: Effect of measuring Financial assets at Fair Value through amortised cost method	(8.35)	
Less: Effect of Unwinding of Equity component of Investment	(97.27)	(97.27)
Add: Actuarial (gain) / loss on employee defined benefit funds recognised in other comprehensive income	(0.17)	1.16
Add: MAT Credit recognised	100.00	432.90
Net Profit / (Loss) as per previous IND AS before Other Comprehensive Income	(150.43)	1,566.35
Add: Other Comprehensive Income	0.17	(1.16)
Net profit for the period under Ind AS	(150.26)	1,565.19

- 6 Reconciliation of Equity as at 31st March, 2017 as previously reported under IGAAP and New under IND AS is provided below:

Particulars	(₹ in lacs)	
	Period ended 31-Mar-17	
	Consolidated	
Net Worth under previous GAAP	25,171.52	
Add: Adjustment on account of recognition of MAT credit of earlier Years	1,215.60	
Add: Adjustment on account of recognition of MAT credit of Current year	432.90	
Net Worth under IND AS	26,820.01	

- 7 Figures for the quarter ended March 31, 2018 and March 31, 2017 are the balancing figures between audited figures in respect of full financial year and the published year to date figures up to the third quarter of the relevant financial year.
- 8 Previous period figures have been re-grouped / re-classified, wherever necessary.

For GENESYS INTERNATIONAL CORPORATION LIMITED



SAJID MALIK
CHAIRMAN & MANAGING DIRECTOR
DIN No: 00400366

Place: Mumbai
Dated: May 30, 2018



G. K. Choksi & Co.
Chartered Accountants

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Free Press Journal Road,
Nariman Point, Mumbai - 400 021.
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2282 6087 / 2284 5316
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Email : gkcmumbai@rediffmail.com*

Auditors Report on Consolidated Quarterly Financial Results and Year to Date Results of the Company Pursuant to Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

To,

The Board of Directors of Genesys International Corporation Limited

We have audited the quarterly consolidated financial results of **Genesys International Corporation Limited** and its subsidiaries (the Holding Company and its Subsidiaries and associates together referred to as "the Group") for the quarter ended 31st March, 2018 and the consolidated year to date results for the year ended 31st March, 2018, attached herewith, being submitted by the Holding company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This statement which is the responsibility of the holding company's management and approved by the Board of Directors has been prepared on the basis of consolidated annual financial statements which are in accordance with the Indian Accounting Standards (Ind-AS) prescribed under Section 133 of the Companies Act, 2013 as applicable read with relevant rules issued thereunder; and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



The consolidated financial statements of the company have been prepared based on the unaudited consolidated financial statements of company's subsidiary A.N. Virtual World Tech Limited and company's step down subsidiary Virtual World Spatial Technologies Private Limited, furnished to us by the Management. We did not audit such consolidated financial statements of subsidiary and its step down subsidiary included in the consolidated financial results, whose consolidated financial statement reflect total assets of Rs.25,632.01 lakhs as at 31st March, 2018, total revenue of Rs.0.07 lakhs and Net Loss of Rs.1,795.69 lakhs for the year then ended on that date.

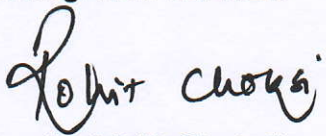
The consolidated financial results include the unaudited financial statements, duly certified by the management, of one associate, Riransa Genesys Geomatics Private Limited. The consolidated financial statements also include associate's share of net loss of Rs.84,416/- for the year ended 31st March,2018.

In our opinion and to the best of our information and according to the explanations given to us these consolidated quarterly financial results as well as the consolidated year to date results:

- i) include the quarterly financial results and year to date of:
 - a) **A.N. Virtual World Tech Limited (Subsidiary)**
 - b) **Virtual World Spatial Technologies Private Limited (Wholly owned subsidiary of the subsidiary);**
 - c) **Riransa Genesys Geomatics Private Limited**
- (ii) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (iii) Give a true and fair view of the consolidated net profit and other financial information for the quarter ended 31st March, 2018 as well as the consolidated year to date results for the year ended 31st March, 2018.

FOR G.K.CHOKSI & CO.
Chartered Accountants
Firm Reg. No.: 125442W




(Rohit K. Choksi)
(Partner)
(M. No. 031103)

Place: Mumbai

Date: 30/05/2018

May 30, 2018

BSE Limited Corporate Relationship Department P.J. Towers, Dalal Street, Fort, Mumbai - 400 001 Ph : 22721233, Fax : 22723121/3719	National Stock Exchange of India Ltd. Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051 Ph : 26598235, Fax : 26598237/38
Scrip Code: 506109	Symbol: GENESYS

Dear Sir,

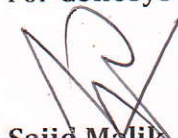
Sub - Declaration under Regulation 33(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref. - Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016.

This has reference to the above referred subject, we hereby declare and confirm that the Standalone and Consolidated Audit Report submitted by the Statutory Auditors of the Company M/s. G.K. Choksi & Co. (Firm Regn. No. 125442W) have issued an unmodified/unqualified opinion on the Audited Standalone & Consolidated Financial Statements for the quarter and year ended March 31, 2018.

The Declaration is issued in compliance of Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016 vide notification no. SEBI/LAD-NRO/GN/2016-17/001 dated May 25, 2016.

For **Genesys International Corporation Limited**



Sajid Malik
Chairman & Managing Director
(Din : 00400366)

